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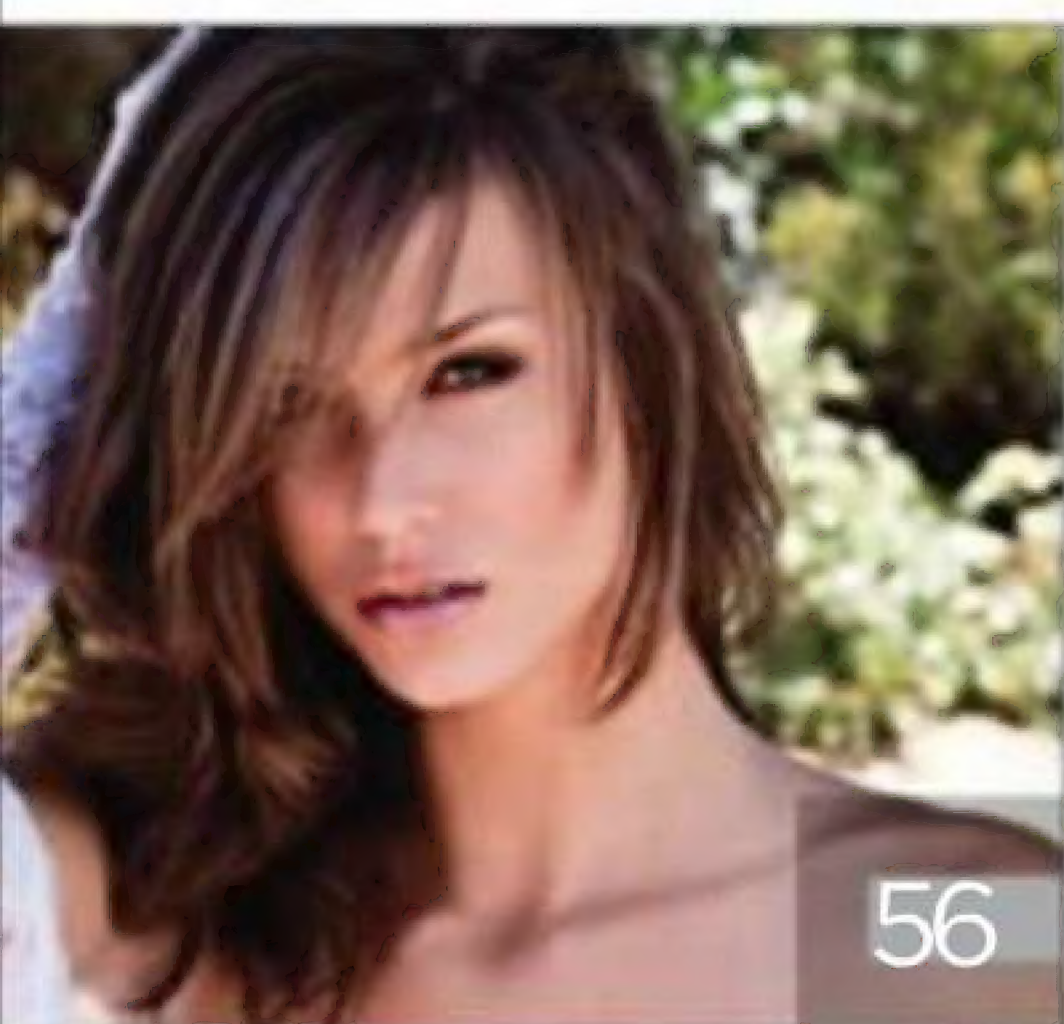
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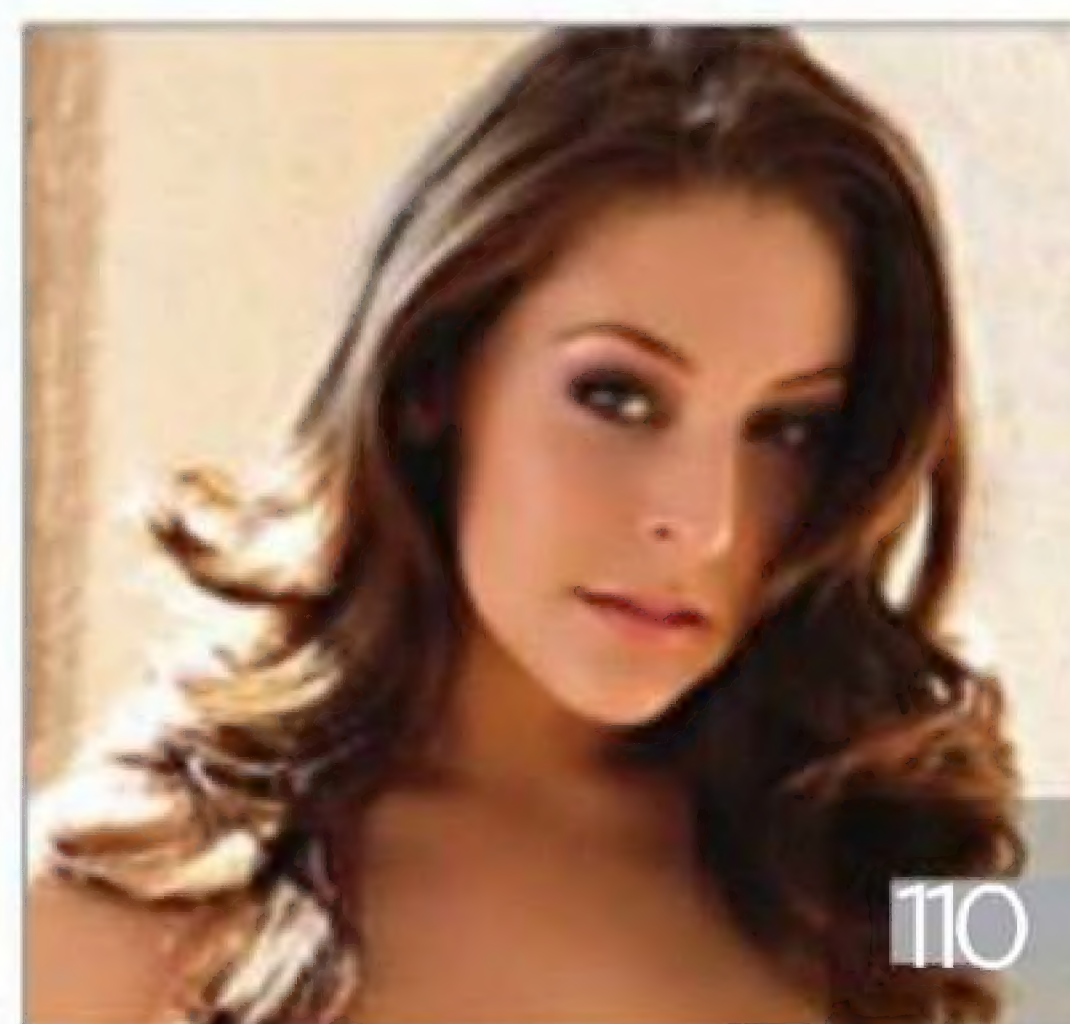
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Married, But Cheating

Nothing interesting ever happened at my job until Naomi started working there. I was in the middle of finalizing a report when she walked into my office and introduced herself. She had beautiful, full, soft, shiny lips and a smile that could rouse the dead.

Right off the bat, something sparked between us. We teased and texted back and forth for several months about how much we wanted each other, even going so far as to describe what kind of sex we'd have. We quickly progressed to touching each other when no one was looking. What made it all the more exciting was that we're both married. In the beginning, the temptation to do more than tease, text, and touch was enough of a thrill, but after a few months I wanted more. When I finally asked her if we could have sex just once, her answer was that she didn't cheat on her husband.

One summer night, we had a late business meeting. Naomi was sitting next to me, and the smell of her perfume and the tight dress she had on were both driving me crazy.

After the meeting, I took her for a walk along the boardwalk. As we walked and talked, we found ourselves on the beach. I took off my jacket and kicked off my shoes and watched as Naomi followed suit, then rolled down her stockings.

By moonlight, we made our way toward a huge boulder. I leaned against it and Naomi wedged her awesome body between my legs. I put my arms around her and told her that working next to her every day when all I wanted to do was be deep inside her was doing me in. I figured she'd laugh and back away—or if I was lucky and she felt as I did, she'd want to risk it. I got my answer when she leaned forward and our lips met. The kiss, which was long overdue, was hot and deep.

In the heat of passion, we shed our clothes, then dropped to our knees. I let go of her long enough to make a



blanket out of our clothing. The sight of Naomi's lacy red bra and matching thong almost had me coming on the spot. With her tits mashed against my chest and my throbbing hard-on pressed against her belly, we started kissing again. I moved to her neck, tasting every part of it as I removed her bra. I sucked on her nipples as she arched her back and moaned.

For months, I'd thought of nothing but burying my face in her cunt, and I was finally going to get that chance. I told her to lie back, then helped her wriggle out of her thong. I spread her legs and eagerly dove into her pussy. She tasted better than I had

ever imagined. I started fucking her with my tongue, and her soft whimpers morphed into loud moans, her body writhing uncontrollably as I tried to hold her in place. Then, as her body became rigid and she screamed out in pleasure, she flooded my mouth with her release.

Naomi took a few moments to recover, then pushed me back and began stroking my cock. She swirled her tongue around my balls before licking my dick from root to tip. I'd dreamed of Naomi sucking me off too many times to count, but nothing I'd imagined compared to the real thing. When she twirled her tongue around the head before taking me deep in her mouth, I knew I wouldn't be able to hold out.

I pulled her up to straddle me, then guided my cock into

her glistening cunt. She kissed me once, then rode me hard, fucking me like we had been doing it forever. The sweat from our bodies and the heat we created made it feel as if we were screwing under the blazing sun. With every grind of her hips, the urge to come grew more intense. When Naomi's cunt muscles tightened around my dick, I held her in place and came, pumping her full of hot cream.

Since that night, Naomi and I no longer fool around in the office. Now we text each other when we want to hook up, and so far, neither of us feels the least bit guilty. —*R.T., Florida*

She rode me hard, fucking like we had been doing it forever. With every grind of her hips, the urge to come grew more intense.

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■ PARTY ANIMALS

I had recently divorced and hadn't planned on going out to celebrate New Year's Eve until a friend talked me into going to a party. Only after she assured me I wouldn't be the only single person there did I give in and tell her I'd go. If I hadn't, I never would have met Sam.

Sam is 25 and ruggedly good-looking, with a mouthwatering physique. Good looks help, but in all honesty, it was Sam's sweet personality that impressed me from the moment he introduced himself at the party. When he continued hanging out with me, I was flattered with all the attention he was giving me, but I had no idea what Sam's real intentions were.

I'm a 40-year-old woman, so I never thought this younger guy would be interested in me sexually. Even though Sam told me several times how beautiful I was, I never imagined that he was seriously hitting on me. I finally saw the light when midnight struck and Sam gave me a kiss that sent a jolt of pure electricity racing through my body. Hooking up with a guy had not been on my mind when I came to the party, so I was stunned, to say the least.

When I asked Sam if he was trying to get into my pants, and then cited the obvious difference in our ages, Sam said that he was indeed trying, and that all he saw was a beautiful woman he wanted to take to bed. His words were music to my ears.

Sam followed me to my place and we headed straight to the bedroom. I was incredibly nervous as we undressed. After all, it had been 20 years since I'd had sex with a man other than my ex-husband. But my nervousness quickly passed when I saw Sam's cock, hard and ready.

As we lay on the bed, Sam told me to tell him what I liked. My pussy was aching for his dick, but since my ex wasn't very good at eating pussy, I wanted Sam to go down on me. Having someone take my pleasure into consideration was new to me, but I quickly grew comfortable telling Sam what I wanted. He sucked my tits, telling me how gorgeous they were as he squeezed them, making my cunt even wetter. When he licked and sucked his way down to my pussy, my body quivered with need. Sam ate my cunt, sucked my clit, and lapped up my juices as if he had been starving for pussy. He barely gave me a chance to recover from the first orgasm before driving me toward another with his skillful tongue.

I screamed as he kept me coming, going from one climax to the next until I had to beg him to stop and fuck me. After kissing me thoroughly so I could taste myself on his lips and tongue, he

braced himself over me while burying the entire length of his cock inside me with one smooth stroke.

"Oh, yeah. Fuck me hard!" I cried, wrapping my arms and legs tightly around him. I came, and came again, and still I wanted more.

Sam flipped me over and took me from behind, doggie-style, his gorgeous cock still holding strong as he fucked me. I let out a squeal of surprise when I felt him pressing his thumb into my ass. That added sensation changed everything, and with renewed vigor, I slammed my hips back to meet his thrusts, gritting my teeth to keep from screaming at the top of my lungs.

When Sam said he was going to come, I told him I wanted him to shoot on my tits. As soon as he pulled out of my pussy, I turned onto my back and squeezed my tits together to make an easier target. I needn't have bothered. Sam gripped his cock and pumped lots of jizz on my tits. When I stuck out my tongue, he shot the last few spurts on my face.

That day was a revelation for me. I did more nasty things with Sam than I'd done during my entire marriage. But the best thing was that after I'd told myself that this was a one-night stand, Sam said he wanted to keep seeing me. If he thought I was the "finest piece of ass he'd ever had," who was I to argue?—*M.T., Minnesota*

More letters on page 124

I screamed as he kept me coming, going from one climax to the next until I had to beg him to stop and fuck me.

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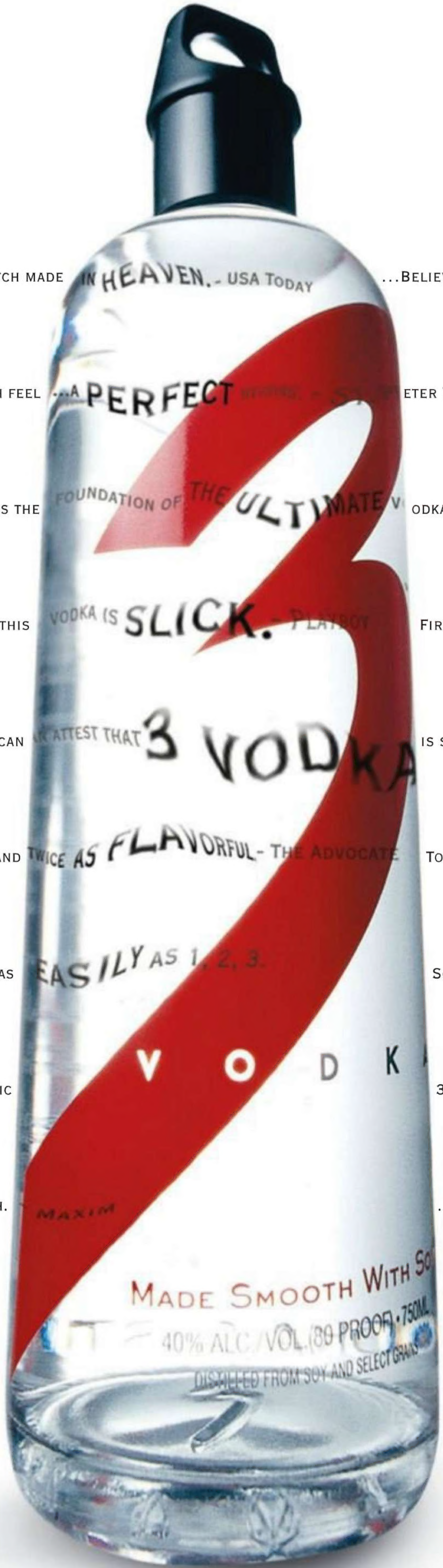
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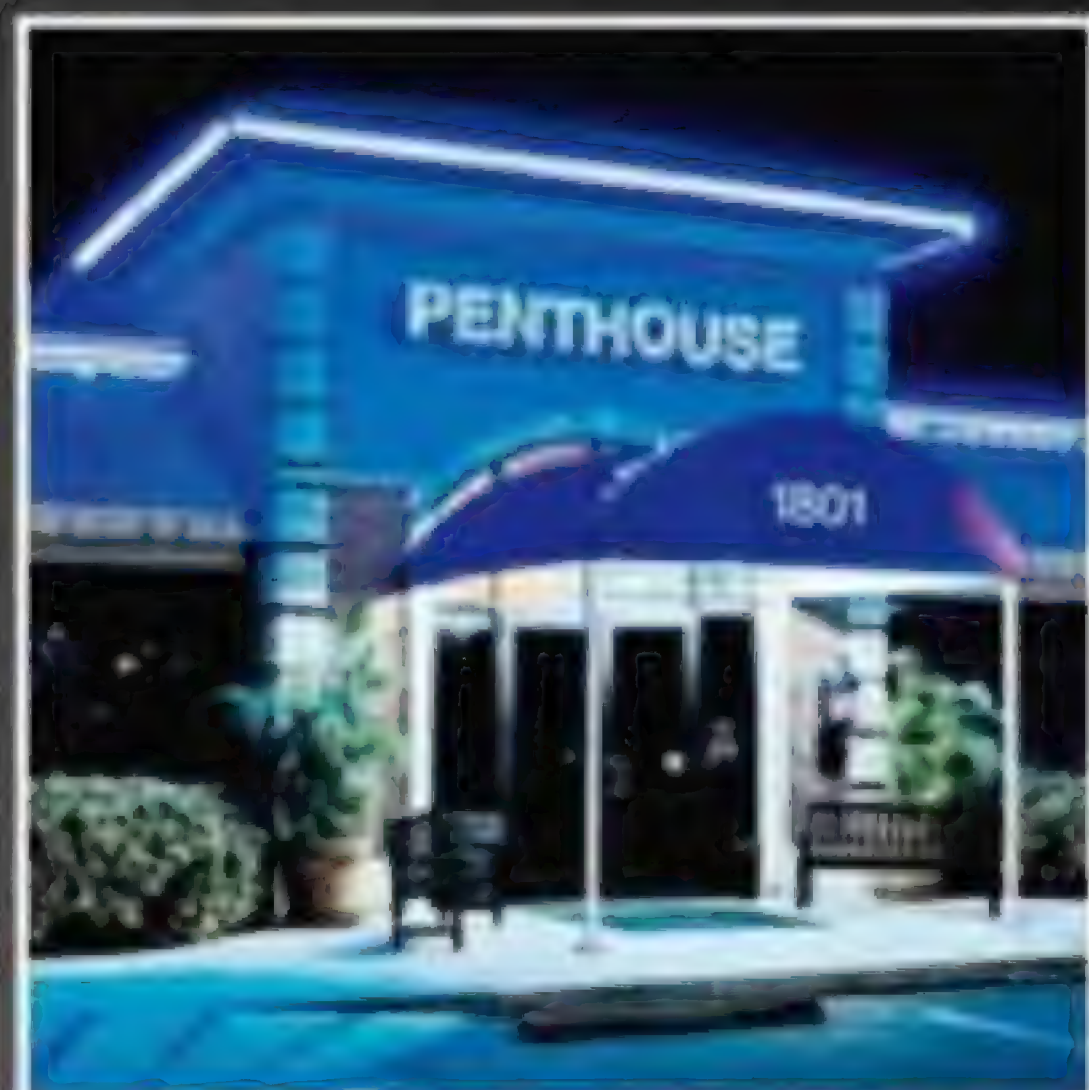


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PIECE OF FAX

When Cee Lo Green was looking for hot female musicians for his all-girl backup band Scarlet Fever, he was lucky enough to find guitarist Sharon Aguilar, who's raised the temperature of the nation.



FullFrontal

REVEALING ENTERTAINMENT



SIRENS

“Having a pretty face—that’s what got my foot in the door. It’s my guitar playing that will keep me in the game.”

This is how you become a rock star: Move to Los Angeles. Go on one big audition. Land a gig touring the world with one of the year's best-selling artists. Is your bullshit detector going off? Too bad, 'cause if you're guitarist Sharon Aguilar, that would have been a solid game plan.

After picking up the guitar in high school, Aguilar moved to California to attend the Musicians Institute. In spring 2010, she went on her first major audition: Cee Lo Green needed backing musicians for appearances on *The Tonight Show With Jay Leno* and *Lopez Tonight*. At the time, Green was hitting the talk-show circuit to promote a song off *The Twilight Saga: Eclipse* soundtrack called "What Part of Forever"; it was still a few months before he would strike gold (or, more accurately, quadruple-platinum) with his ubiquitous solo hit "Fuck You!" (aka "Forget You!"). Inspired by the carbon-copy guitar girls in Robert Palmer's eighties music videos, Green was looking for hot female musicians. Aguilar, a stunning brunette with dangerous curves, fit the bill.

Then, in August, a video for "Fuck You!" was released on YouTube, and it racked up a few million page views. The single sold close to five million copies and was nominated for four Grammy Awards, including Record of the Year and Song of the Year. Suddenly Aguilar—in her first real professional gig—was sharing the stage with one of the year's biggest artists, playing on *Saturday Night Live*, touring Europe, and being accused by online haters of wrecking George Lopez's marriage. Talk about being thrown to the wolves. We caught up with the guitar heroine to see how her crazy brush with fame was treating her.



Were you surprised at how big the single "Fuck You!" became?

You know what? Yes. We were putting the tour together before that song was released, and all the sudden it went from being *Oh, this is cool—this is a Grammy-winning, amazing artist!* to *Wow, I'm playing for the No. 1 artist in the country!*

Are you more of a "Forget You" or a "Fuck You" kind of person?

I like "Fuck You!" because of the shock value. But I think I'm more of a brush-off kind of person, because the people who irritate me are not worth my time. I put my energy into something positive for me instead of wasting it on being negative toward them.

How old were you when you started playing guitar?

I was about 14 or 15 years old. I was a classically trained violinist before that, so that helped with the transition—already having the musical background *and* the calluses on my left hand.

What made you want to pick up the guitar?

The hip-hop [my friends] listened to was cool, but I wanted to listen to what my father always played in the house, which was rock. I was like, *I want to be like Jimmy Page.*

Who are your other musical inspirations?

My favorite guitarist is David Gilmour from Pink Floyd. His music, the way he composes it, his solos, and his note choices—they just speak to me, and I can feel it in my chest.

When did you realize you were good enough to do this for a living?

When I decided to move to L.A. to pursue music, [my family] thought I was out of my mind. But I was like, *I have to try to do this, because I absolutely love it.* I was in the process of getting my degree in guitar when I got picked up by Cee Lo. And if a Grammy-winning artist who is judging talent on TV says I'm good enough to do it, then you know what? I am.

Why do you think Scarlet Fever gets so much attention?

Cee Lo has made it so that we could. He doesn't give us barriers on the

stage. As long as we don't steal his microphone, we're cool. He would never put us in all black in the background—he wants us to be our own individual superstars. He wants partners and not employees. He's empowering to women.

Being a woman—and a hot one at that—do you ever feel like people don't take you seriously?

Being a girl, and being a pretty girl, people don't expect much from me. So I find that I need to prove them wrong and show that I deserve to be where I am. Having a pretty face—that's what got my foot in the door. It's my guitar playing that will keep me in the game.

There's a lot of backlash against you online, but it seems like it's the same group of people on different sites.

Yeah, I know who those people are. I just ... I don't read any of it, I don't acknowledge any of it. It's not worth my energy and my time. In regards to what it's all about, George [Lopez] and I are just friends. I was teaching him how to play guitar, and he had me open the show for him when he was doing his stand-up. I don't know how it turned into a big fuss.


When you're on the road, are you "in bed by nine" or "sex, drugs, and rock 'n' roll"?

Oh, I'm a serious, in-bed-by-nine person. Sorry to disappoint anybody. It's hard to get good sleep, so I just like to rest and take it easy. But if I know I don't have a show the next day, I will definitely partake in a beer.

And when you're not on the road, what do you do?

It's just nice to sleep in my own bed with my own pillow ... and get back into my routine. Being home means I can actually go to the gym and cook my own food.

Are you a decent cook?

Um, no. Chicken breast on the George Foreman grill is not really gourmet—but it's healthy. 



Fine Feathered Friends

An A-list cast assembles for a comedy about—wait for it—bird-watching.



PHOTOGRAPH BY MURRAY CLOSE

The Big Year

Steve Martin, Owen Wilson, Jack Black

Finally, a comedy about bird-watching! Actually, given the extremely promising cast, we'll leave our sarcasm at the door with the first half of our ticket stub before taking our seat for this one. It's about a trio of middle-aged men who compete with one another to spot the highest number of rare avian species during the course of a year. No, really, that's what it's about. But we're

confident this flick will fly, and not just because of the leading funnymen: The rest of the cast is equally formidable, including Rashida Jones, Anjelica Huston, Brian Dennehy, Dianne Wiest, Tim Blake Nelson, and *An Education*'s Rosamund Pike, among others. Would all of that talent assemble for one project if the material wasn't top-notch? Wait, don't answer that; you're liable to clip the wings of our optimism.



The Ides of March

George Clooney, Ryan Gosling, Paul Giamatti, Philip Seymour Hoffman

Clooney, getting comfortable on both sides of the camera, directs Gosling in a scandalous political drama based on a play (*Farragut North*) inspired by Howard Dean's 2004 Democratic primary campaign. Gosling—who has been showing some Clooney-esque range of late—plays a political aide to a presidential candidate (Clooney) closing in on the nomination. When he's wooed by a rival campaign, his idealism and integrity are at risk. Early buzz on this one is excellent—the movie scored a prestigious slot at the Venice Film Festival. Meanwhile, supporting hotties Evan Rachel Wood and Marisa Tomei earn our vote by proxy.



The Thing

Mary Elizabeth Winstead, Joel Edgerton, Ulrich Thomsen

John Carpenter's 1982 shocker (a remake of a fifties classic) is looking pretty good in the rearview: a high point of post-*Alien* gloom. So why get stoked for the remake of the remake? Well, it's technically a prequel, and the filmmakers are re-creating Carpenter's entire vibe—complete with groan-worthy dialogue (“Do you really think that’s a good idea?” “Yes, I do.”) and tried-and-true atmospherics. The action takes place in Antarctica mere days before Kurt Russell and the gang bumped into the beast. Once this group discovers the Thing, and its insidious abilities, nothing less than the fate of the world hangs in the balance. Get an extra-large popcorn.



Anonymous


Rhys Ifans, Vanessa Redgrave, David Thewlis

Plays, if you remember from high school, are those things that happen onstage before a live audience—and William Shakespeare remains the undisputed king of the form. Or does he? In this Elizabethan thriller sure to ruffle some ivory-tower feathers, the lusty Edward de Vere, the 17th Earl of Oxford (Ifans)—a scribe in his own right—turns out to be the true author of such future classics as *Macbeth* and *Romeo and Juliet*. He also has an incestuous fling with the queen of England. Naturally. The director is Roland Emmerich (2012), who knows all about sound and fury signifying nothing.



The Rum Diary

Johnny Depp, Aaron Eckhart, Amber Heard

Depp used to be an actor before he became a special effect—and a fine one, if memory serves. This alcohol-addled drama, in which Depp revisits his technical chops, should right the record. He plays a cranky journalist who flees Eisenhower-era America for San Juan, Puerto Rico, where he falls in love with the local drink. Also on hand to slake his thirst is one of our favorite up-and-coming actresses, the clothing-averse Heard (*Drive Angry 3D*, *The Informers*). Source material comes from an early autobiographical novel by Hunter S. Thompson, whom Depp brilliantly portrayed in *Fear and Loathing in Las Vegas*. 

RECURRING NIGHTMARE

The legendary Alice Cooper reprises his landmark mid-seventies concept album *Welcome to My Nightmare*.



ALICE COOPER
Welcome 2 My Nightmare
Universal
★★★

Thirty-six years ago, with the release of *Welcome to My Nightmare*, Alice Cooper was transformed from a platinum-selling hard-rock quartet to the sole alter ego of Vincent Furnier, diabolical Detroit and smiling face of conservative America's greatest fears. Now the former Furnier—who's clean and sober, an avid golfer, and owner of a sports bar—has reunited with many of his old hell-raisers to cook up a sequel of sorts. Cooper remains an unthreatening devil and his winking shtick has aged well, whether he's bemoaning being "on the wrong side of the dirt" over the agro-boogie of "A Runaway Train" or dueting with Ke\$ha (!) on the electro-filthy "What Baby Wants." For good or ill, Cooper remains the only restaurateur who can get away with a song called "I'll Bite Your Face Off."



In winter, there are parts of Norway that see mere hours of sunlight per day. We're not sure, but it sounds like those are the



WOLVES LIKE US
Late Love
Prosthetic
★★★

parts that produced Wolves Like Us, a quartet of Nordic ax men whose grungy bluster veils a fjord-size heartbreak lurking underneath. On swaggering, big-bottomed cuts like "Old Dirty Paranoia" and "We Speak in Tongues," frontman Lars Kristensen's menacing but clear voice cuts through the post-punk haze like a blast of arctic air. "Secret Handshakes" suggests that there's some soft-packed snow below the ice. As his band eschews metal sludge for minor-chord riffage, Kristensen bellows like a bluesman over a deal gone wrong—either with a woman, the devil, or both.



The line between internet sensation and internet cautionary tale is thin: Just ask Clap Your Hands Say Yeah. The New York quintet rode bloggy



CLAP YOUR HANDS SAY YEAH
Hysterical
self-released
★★★★

buzz to virtual acclaim—along with some corporeal sales—for their 2005 self-titled debut. But 2007's *Some Loud Thunder* vanished as quickly as a kitten video on YouTube. Now they return, older and wittier, with a batch of charismatic tunes built to last. Over the keyboard hum of "Same Mistake," cracked-voiced singer Alec Ounsworth opens his heart to the open road. On the beautiful "Into Your Alien Arms," his crooked declarations of love are downright otherworldly. It's a true album in a pre-digital sense—with zero need to hit refresh.



Feist is a singer (first name Leslie) and a project responsible for two highly regarded albums (2004's *Let It Die* and



FEIST
Metals
Cherrytree/Interscope
★★

2007's *The Reminder*). But in 2011, Feist is, above all, a brand. It's a delicately jazzy sensibility that can be used to sell iPods and cellphones—a nonthreatening form of hipness suitable for your mom's hair salon. Yet even by Feist's (the person's) own flighty standards, *Metals* is maddeningly vague: a tasteful pot-pourri of finger-plucking and crooning. The best track, "Bittersweet Melodies," can't decide if it's a dreamy pop song or an ornithology exam. "Birds are telling me stories / saying you were meant for me," she coos. We're surprised they didn't try to sell her an iPad as well.



POINT AND SHOOT

A subtly hilarious new comic book puts a deadly ray gun, and unlimited power, into the hands of an awkward teenage outcast.

The Death-Ray
By Daniel Clowes
(Drawn & Quarterly)

This graphic novel by the man who created *Ghost World* takes the trappings of a superhero story and applies them to an orphaned teenage outcast named Andy and his hilariously oafish only friend, Louie. The two pass their days either being bullied or ignored, until Andy decides to try a cigarette for the first time and—presto!—he becomes endowed with superpowers. He then receives a gun—the titular Death-Ray—from his grandfather, and his powers, which he'd sworn to use only for good, expand beyond his control. With Clowes's ironic humor and vibrant artwork leading the way, this story—which has been optioned as a movie by Jack Black's production company—makes for a fun read all the way through.

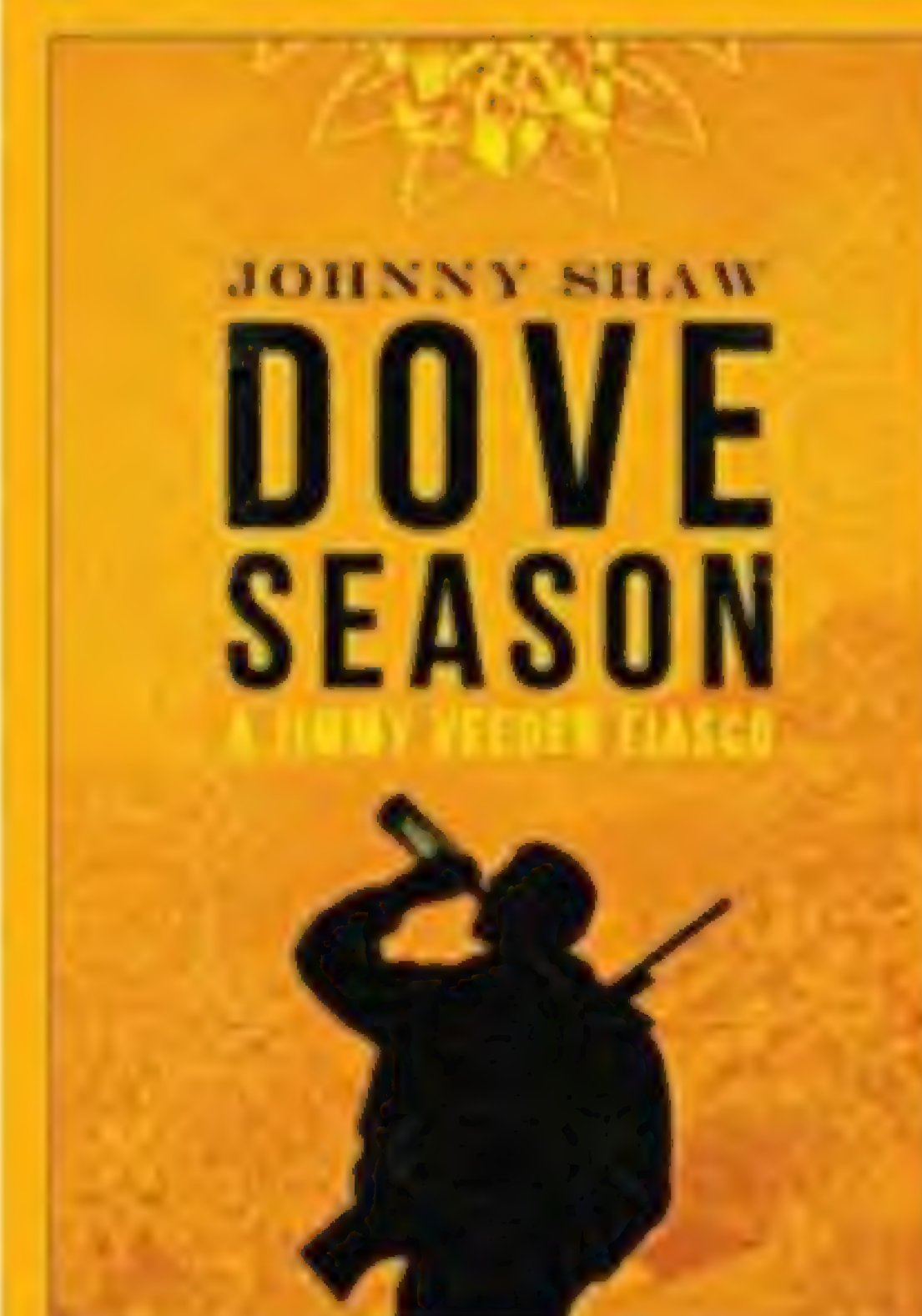
father-mucker

A NOVEL
greg olear

"Incredibly, sensually, sweetly, awfully, laughingly, profoundly funny... a wonderful novel!"
—JOHN WALTER, author of *The Pleasant Line of the Face*



Think the suburbs, and fatherhood, are boring? Not in this novel from Harper Paperbacks, in which playground scenes are cover for discreet flirting and the seedbed of flings. Olear tracks the course of a single day in the life of a stay-at-home father of two toddlers who suspects his wife, who's away on business, is cheating on him. The more he looks, the more evidence he finds, and the more free he feels to indulge his own wandering eye. Olear delivers a lively and keenly observed portrait of twenty-first-century parenthood.



In this new novel from AmazonEncore, Jimmy returns home to California's Imperial Valley to take care of his dying father, but his dad's wishes aren't traditional last rites—he wants Jimmy to go to Mexico and find a stripper he once had a dalliance with. Jimmy does his filial duty, but events get complicated. The deeper he investigates, the more drama and guns are involved. He plunges into a world just beyond the border, and over the edge of aboveground society. It's an action-packed, gritty tale.



HOOK UP

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The World's Largest Sex & Swinger Personals Community

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*Access to certain site features requires an upgrade from a free membership to a paid membership.

Avoid a Cold Shoulder

Whether you're braving cold weather to snowmobile, hunt, shovel snow, tailgate, or just deep-fry the Thanksgiving turkey, the right gear will keep you from getting uncomfortably numb.

By Barbara Rice Thompson





THE GOODS

■ R1 hoodie

Patagonia • \$149

This classic cold-weather hoodie is an ideal middle or outer layer. It's warm, lightweight, and breathable, with Polartec Power Dry fabric that wicks moisture away from your body. The zipper is offset and the hood is balaclava-style; there's one external pocket on the chest; and the raglan sleeves are comfortable under a backpack and have thumb loops to keep them in place.



■ Thermal Zone mock turtleneck

Cabelas • \$85

This base-layer collection (which includes a crew neck, \$80; and pants, \$80) boasts excellent thermal-regulating wicking capabilities that are enhanced by the unique multiweight-fabric construction. Polar Weight covers areas that are heavily exposed; a light Tech Weight covers high-perspiration areas; mid-weight fills the rest. The fabric is antimicrobial; flat-lock seams add comfort and minimize chafing; and thumbholes and a drop tail keep the shirts in place.



■ Soft-shell winter hat

Tilley • \$85

Sure, an Elmer Fudd-style hat like the hipsters wear will keep you warm, but this one is less goofy-looking and is both classic and versatile. It's water-repellent and boasts 3XDRY technology, meaning the polar-fleece backing moves moisture to the outside of the hat so it can evaporate. It's also breathable, crushable, and machine washable, with tuck-away ear covers and a reflective headband.

Hot and wet are excellent qualities in a woman, but when you're talking about cold-weather clothing, it's all about staying warm and dry.



■ RediLayer crew base layer

Redington • \$70 wool/nylon blend; \$50 fully synthetic

If you're in the habit of working up a sweat outdoors, you've probably already heard the adage "cotton kills." That's especially true when it's cold, so you need base layers that efficiently pull moisture away from your body. The RediLayer wool-blend collection has great wicking capabilities, seamless construction for comfort, and is odor-resistant. The fully synthetic collection is fast-wicking, antimicrobial, and has a 30+ UPF rating. Both collections include pants (\$60 wool blend; \$40 synthetic).



■ Zenta LT gloves

Arc'teryx • \$160

These waterproof and breathable gloves, which are new for the 2011-12 season, feature the company's Gore-Tex XCR (Extended Comfort Range) technology, so they'll keep your hands both warm and dry; the double-weave soft-shell material boasts "snow-shedding" technology. If you need extra coverage for your wrists, opt for the Zenta ARs (\$185), which have full-length cuffs and wrist cords.



■ Switchback boots


Vans • \$90

This company is best known for its shoes for skateboarders, and that design aesthetic is carried over to these leather winter boots. The reverse waffle sole provides traction, but the rubber outsole is water-resistant, not waterproof, so they won't be your best option in deep snow. But these comfortable kicks are a hell of a lot better than ruining your good boots in wet weather.



■ Camouflage jacket and pants

Gamehide • \$60 jacket; \$80 pants

Hunting doesn't have to turn you into tick bait. ElimiTick tick-repelling outerwear from Gamehide offers odorless and invisible Insect Shield protection that lasts for 70 washings. On the plus side, the clothing is quiet and breathable. On the down side, it's not waterproof or warm, so you'll need a decent base layer under it. 

FEEL THE AIR, SMELL THE RUBBER

**Dropping the top on
Chevy's muscle car takes
it from just hot to smokin'.**

By Bill Heald



When the legendary Camaro sedan finally returned to the market after a lengthy absence, there was much rejoicing. Over the years, the Camaro had lost its teeth and evolved into more of a touring car than the snarling boulevard nemesis of old. But the redesigned Camaro went back to its muscle-car roots, and the result was a taut package with styling that recalled the glory of the original, while packing serious modern muscle under the hood. But still, something was missing. Or rather, something that was permanent needed to be more temporary, meaning the option of a retractable top was needed to make the car the ultimate open-air hot rod.

Patience is a virtue, and now the true potential of the reborn Camaro has been realized. The

convertible version has hit the streets, and this new drop-top Chevy comes in two trim levels: the LT and the SS. We say appreciate the former (especially with the RS package), but embrace, and then acquire, the latter. True, the LT-RS is a beautiful, capable Camaro convertible with a perfectly acceptable 312-horsepower V-6 engine. But



the SS is the soul of the make with a 6.2-liter V-8 that, when equipped with the standard six-speed manual transmission, belts out 426 tire-smoking horses, and sounds like the great SS Chevys of old. You can get an automatic transmission of course, but it lowers horsepower to 400, and you're denying yourself the perfect marriage of a stout V-8 to a sweet-shifting gear-box. This combo lets you completely control the herd, whether you're rumbling quietly through speed traps or torturing the Pirellis off the line (easy to do with all the low-end torque). Clutch release is light, and the only ergonomic hiccup with the shifter is the proximity of the cup holder. If you load this receptacle with a large latte, it can interfere with your elbow when shifting, and you don't need that, for it messes with your total enjoyment of the open road.

Given that total enjoyment is what a car like the Camaro is all about, naturally things are always better when you go topless. The engineers have put a lot of work into the electric soft top, which takes about 20 seconds to raise or lower. In the rare instances when you need to have the top in place (like when it's raining or snowing), you'll find it's surprisingly quiet. But when spring returns, the open-air

experience is wonderfully inspiring as you embrace nature with all that horsepower and the music of the cranked-up Bose sound system.

Also cranked-up is the Camaro's chassis, now fortified to handle the roofless life. Camaro Chief Engineer Al Oppenheiser explains, "To compensate for the reduced structure of an open car, engineers often will make the suspension softer, making the convertible a boulevard cruiser. Instead, we took the more difficult but better path of bolstering structure rather than softening the suspension. We didn't change a strut, bushing, or spring rate from the Camaro coupe."

There's some shake of the windshield cowl over rough roads (like most convertibles), but otherwise the SS handles crisply, and the fully independent suspension handles bumpy corners better the harder you push it. But all that becomes moot when you take a moonlight cruise with that perfect passenger, and the burble of the dual exhaust and the sound of the wind take over. The interior lighting is accented with LED light-pipe technology, which puts a cool blue glow on your nocturnal interior experience. You can roll along in a sedate manner, yet know you can blur the stars light-speed style

SPECIFICATIONS

Body style	Two-door convertible
Engine	6.2-liter V-8
Power	426 horsepower; automatic: 400
Torque	420 foot-pounds; automatic: 410
Transmission	Six-speed manual and automatic
Front tires	245/45 ZR20
Rear tires	275/40 ZR20
Curb weight	Manual: 4,116 pounds; automatic: 4,168

PERFORMANCE

0-60	6.77 seconds
Top speed	155 mph
Fuel capacity	18.8 gallons
EPA mpg	Manual: 16 city/24 highway; automatic: 16/25
Price as tested	Manual: \$41,700; automatic: \$42,885

should you desire to put the V-8 into hyperdrive. The only downside of the convertible version is that the already-small trunk is made even smaller when the top is down and tucked away, reducing cargo capacity to minuscule. But hey, a bikini, suntan lotion, a couple of towels, and a brace of wine glasses take up very little room, right?



THE BEST OF THE BEST

Harley-Davidson's CVO machines allow you to rumble your way to hog heaven.

By Bill Heald

You could certainly argue that all Harleys are special, because despite competition from some of the best manufacturers in the world, there's still no motorcycle that has the look, sound, and feel of what the faithful call the genuine article. But if you want something truly unique that's still 100 percent a product of the company's factories, you need to look at Harley's Custom Vehicle Operations (CVOs). These low-production, in-house custom machines are furnished with Harley's latest, greatest performance, appearance, and tour-oriented accessories. Here are our two favorites from the quartet of 2012 CVOs.

■ CVO Softail Convertible

You might think all motorcycles are "convertibles" since they go topless all the time. But in the two-wheeled world, "convertible" means a bike you can reconfigure for either touring or cruising in mere minutes. The Softail Convertible is as at home trolling down your own personal mean streets as it is loaded down for a trip to the opposite coast. The CVO Edition boasts Harley's huge Screamin' Eagle Twin Cam 110B granite powder-coated engine, which possesses 105 foot-pounds of ground-pounding

torque, and is bolted solidly in the frame yet internally counterbalanced for smoothness. Cruise control is standard, as is a big windshield and lockable leather saddlebags that (like the passenger pillion) are easily removed when you don't need them. Standard Garmin 660 Navigation module, ABS brakes, and a boatload of chrome accessories tastefully applied by CVO specialists are supplemented by a choice of three stunning paint schemes (even hotter than Harley's usual excellent finishes).



SPECIFICATIONS

Engine type	Air-cooled, 45-degree counterbalanced V-twin
Bore x stroke	101.6 mm x 111.3 mm
Displacement	1,802 cc
Fuel system	Electronic sequential-port fuel injection
Ignition	Electronic
Transmission	Six speed
Front suspension	41.3-mm telescopic forks
Rear suspension	Twin hidden horizontally mounted forks
Front brake	Single 292-mm four-piston disc
Rear brake	Single 292-mm two-piston disc
Front tire	130/70 R18 63V
Rear tire	200/50 R18 76V
Fuel tank	Five-gallon capacity
Wheelbase	64.2 inches
Seat height	26.2 inches
Wet weight	788 pounds
Base price	\$29,699



**■ CVO Ultra Classic
Electra Glide**

Perhaps you're not into the more minimalist aspects of Harley's glorious V-twin architecture, and prefer your first-class iron to be armed with all the trimmings. The Ultra Classic Electra Glide is the company's flagship two-wheeled long-haul traveler, and when given the CVO treatment it's even more than the sum of its small warehouse full of well-polished parts. The Screamin' Eagle Twin Cam 110 is rubber-mounted into the frame, but not counterbalanced like the Softail's mill, so it feels like a more traditional Harley tour bike (lots of V-twin character, but still smooth enough for long, punishment-free days on the road). In addition to the full-fairing, sumptuous seating, and a roomy, well-finished Tour-Pak trunk and saddlebags, there are BOOM! Audio High Performance



components, including 40 watts per channel front and rear speakers to go with the Harman/Kardon Advanced sound system. Naturally, the seats are heated, and a power-locking system secures the luggage and ignition with the push of a key fob. But as great as this premium kit is (and I've barely scratched the surface on all the features of this bike), nothing can prepare you for the superb attention to every last detail that makes a Custom Vehicle Operation Harley such a rare, glorious ride. Production numbers are small, so get one before they're gone. 

SPECIFICATIONS	
Engine type	Air-cooled 45-degree V-twin
Bore x stroke	101.6 mm x 11.3 mm
Displacement	1,802 cc
Fuel system	Electronic sequential-port fuel injection
Ignition	Electronic
Transmission	Six-speed cruise drive
Front suspension	41.3-mm telescopic forks
Rear suspension	Twin shocks, air adjustable
Front brakes	Dual 300-mm four-piston discs
Rear brake	Single 300-mm four-piston disc
Front tire	130/80 B17 65H
Rear tire	180/65 B16 81H
Fuel tank	Six-gallon capacity
Wheelbase	63.5 inches
Seat height	29.8 inches
Wet weight	927 pounds
Base price	\$37,249





■ **XVT 3D 580CM Cinemawide 3-D HDTV**

Vizio • \$2,200

Even the most titanic HDTVs fail to capture the broad “CinemaScope” screen ratio of Hollywood films without slapping distracting black bars at the top and bottom of the screen. Vizio’s new 58-inch Cinemawide LCD goes the extra distance, delivering a 21:9 aspect ratio (compared to the typical 16:9) that reproduces silver-screen dimensions. The Wi-Fi-enabled TV also comes

with a suite of Vizio Internet Apps (OnLive gaming, Netflix, etc.), plus the ability to interact with Vizio’s new Android phone and tablet. If that’s not enough bang for your big-screen buck, the Cinemawide also delivers bright, flicker-free 3-D TV using passive glasses that are much cheaper than the active-shutter goggles needed for other 3-D televisions.

FALL FORWARD

Gear up for winter and beyond with these electronic tools and toys.

By Crispin Boyer

■ **Q digital camera**

Pentax • \$800

Typically, any camera tiny enough to serve double duty as a key chain is not going to meet the needs of a serious photographer. Pentax’s Q, however, packs the features of a much beefier DSLR camera into a lightweight package that’s smaller than any other interchangeable-lens model on Earth. The 12.4-megapixel CMOS image sensor is surprisingly sensitive for its size. It’s also bolstered by a host of helpful auto-features that give amateurs the power to snap artistic pics. The camera’s real draw among hobbyist photographers, however, is its array of after-market lenses and other add-ons, which allow the itty-bitty Q to grow with your abilities.





■ StreamHD

Warpia • \$160

Set-top boxes like the Apple TV are making it easier to give cable companies the middle finger, but no media streamer can match your laptop when it comes to entertainment options. The StreamHD is a simple solution for broadcasting your computer's high-def video and 5.1 surround sound to your home-theater system, without having to worry about buying long HDMI and digital-audio cables. Just plug the USB transmitter into your PC or laptop, then connect the receiver to your TV. The StreamHD has a line-of-sight range of 30 feet, so you can kick back on your couch and watch Netflix movies or whatever illicit media you've stored on your machine, as well as access such free TV services as Hulu that aren't available on set-top boxes.



■ Aspire AS8951G laptop

Acer • \$1,600

No laptop lets you take the show on the road like this multimedia monster. Its massive 18.4-inch screen offers full 1,920 by 1,080 resolution, ideal for watching high-def flicks via the Blu-ray drive. Five built-in speakers and a subwoofer will rattle windows when used on the go, and an HDMI output and digital-audio connections link to your HDTV and receiver at home. With its Intel Core i7 processor and Nvidia two-gigabyte graphics chip, it's mighty enough to serve as your all-in-one gaming and home-theater solution. It even comes with a remote: The touchpad detaches from the backlit keyboard to adjust functions from up to ten feet away.



■ CloudBox

LaCie • \$200

Anal-retentive data hogs will sweat less with the CloudBox on the job. This 100-gigabyte web-connected hard drive provides two stages of ironclad backup for your PC or Mac. First up is the box itself, which copies your files for fast local recovery. The CloudBox then automatically uploads its encrypted contents to LaCie's servers once a day. This redundant online storage protects your files even if your dog eats the CloudBox or a meteorite slams into your home office. You can also sift through ten previous versions of your backups to recover important files you might have accidentally deleted in the recent past.



■ TouchPad

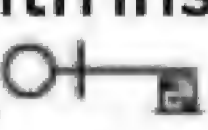
HP • \$500 for 16-gigabyte model; \$600 for 32-gigabyte model

It's the same size and price as Apple's iPad 2, larger than BlackBerry's PlayBook, and cheaper than Motorola's Xoom, nailing the sweet spot between price and performance. While not as zippy as the PlayBook and Xoom—especially on Flash-based websites—the TouchPad's intuitive multi-tasking operating system will win over most users. Related apps stack atop one another to reduce screen clutter, and a context-sensitive interface suggests functions (email, Twitter, etc.) the instant you open the virtual keyboard. Neat freaks will grimace at the glossy casing's uncanny ability to collect fingerprints; everyone else will be too busy watching flicks, reading e-books, or playing games on the sharp 9.7-inch screen to care.



■ Three-speaker boom box

TDK • \$500

Created as an ode to the boom boxes of old, this monolithic and very modern-looking AM/FM blaster bristles with speakers and inputs for every conceivable audio source—from iPhones to electric guitars. Two six-inch speakers with tweeters flank a subwoofer built into the durable acrylic face, which is framed with an aluminum handle and cushioned by a leather shoulder rest on the underside. The whole thing feels very heavy-duty—with an emphasis on "heavy." Yes, you can load the blaster with 12 D batteries and heft it on your shoulder, but you might want to make sure your health insurance covers chiropractic care first. 

TOP 10 Poker Tips

Do you want to be the next Puggy Pearson? I know I do.
That's why I attended the World Series of Poker Academy.
By Harmon Leon • Illustration by Patrick McQuade

There are great names from the World Series of Poker's past: Amarillo Slim, Puggy Pearson, Doyle Brunson. Gruff, manly names. The kind of guys you, like me, might fantasize about being—the kind of guy who might down a bottle of bourbon, stuff a cigar in his mug, and then casually lay down a Royal Flush. You want to learn your craft at the World Series of Poker Academy—the official poker school of the WSOP. Held in Las Vegas at the Rio, this two-day intensive class heralded more than 40 years of

world-class poker instruction from the likes of Greg Raymer, Mark Seif, Shawn Rice, and several other pros from those numerous late-night poker TV shows.

Though the Academy focuses on such topics as advanced post-flop techniques and stack-size strategy, what sold me was its Mind and Body seminar with Joe Navarro—a former FBI agent who used to interrogate terrorists and master criminals. Navarro now uses his keen powers of observation, along with his body-language expertise, to teach players how to interpret more than 200 body tells at the poker table—pretty kick-ass stuff.

The WSOP Academy is held in a conference space where several green-felt tables are set up. Roughly 40 players—from all walks of poker life—pay good money to take their game to the next level.

For starters, I take the Academy's poker-IQ test, found on its website; the test involves 20 hands of simulated tournament play. The result helps evaluate what you need to work on in your game. The average poker IQ is 130. I get a score of 82. Looks like I'll be riding the short bus to poker training school. Climb aboard! Here are the top things we'll learn:

GET THE PSYCHOLOGICAL EDGE

In the movie version of the Academy, I'd cast an intense Christian Bale in the role of poker mind-set guru Sam Chauhan. (For some reason, his seminar ends with the class breaking boards with a hammer.) Chauhan's seminar touches on winning mind-set strategies right out of Sun Tzu's book *The Art of War*: Always look directly into the eyes of your opponent. In an event of a bad beat, don't show anger. Never argue with the other players. Avoid being your own worst enemy. Go to your private cave for confidence. Use a relaxation anchor to make you feel as if *you have the nuts*.

HAVE A DIRTY HARRY LOOK

Psychologically, people tend to avoid a person they perceive as being aggressive. So, when going up against a player in a bluff situation, try to develop a Dirty Harry look.

Former trial lawyer turned poker pro Mark Seif explains, "If you have an angry person at the table, people tend not to want to deal with him." Seif demonstrates by doing his Dirty Harry—the very look he used to win two WSOP bracelets. It works. I no longer want to deal with him.

USE BOTOX

Here's a poker tip that blew my mind: Wrinkling one's forehead is an involuntary reaction when showing displeasure. Even seasoned pros like Daniel Negreanu can't hide it. According to Seif, some players use Botox to hide their forehead reaction so other players won't be able to read when they've drawn a bad hand. (No names mentioned.) Seif reasons, "It's one less thing for them to worry about." In the highly competitive poker world, it gives players that muscle-freeze upper hand. (Personally, I'd rather just wear a much bigger hoodie.) So, Botox is not just for women who watch countless hours of *Sex and the City*.

BE THE HAMMER, NOT THE NAIL

Just as soccer is a 90-minute game, when playing in a tournament, your goal is to make it to the final table. Therefore, don't be too loose. New players want to be involved in all the action so they end up playing way too many hands. You'll burn out if you start too fast. Learn to be a tight player and focus on the good hands. Once you start playing fewer hands, you'll find that the decision-making process becomes easier.

Conversely, new players sometimes don't play aggressively enough. You'll get run over at the poker table if you don't put that foot on the pedal when the time is right. No one likes to get run over. According to our WSOP Academy instructors, poker's easy when you don't have to make the tough decisions.

MAKE YOUR RAISES TELL A STORY

I get some "tough love" from Shawn Rice, a poker pro from Texas, as well as a Larry the Cable Guy doppelgänger. "Did someone try



to steal the apple out of your lunch sack when you were little?" he scolds.

I'm not sure what that means, but I take it as a reference to my erratic raising ability. Rice insists, "Always raise 60 percent of the pot." He then stresses that a raise should correspond with your chip-stack size. Always compare how much you have to how much they have in the chip department.

"Think of things in terms of a story," Rice tells our attentive table of players. "All the information is right in front of you.

"Your betting amount tells what hand you have. Tell a good story. Really sell them on the story. Once you understand the story, you'll see the art of poker."

More tough love: Even though I just won a pot with an Ace/King, Rice quotes something from the movie *Billy Madison* to emphasize how stupid my betting was. "If you're short-stacked, then go all in. Poker's all about taking advantage of situations."

Maybe what irked Shawn Rice was that I was trying to be the *nail* and not the *hammer*?

◆ FOCUS ON THE CARDS

A hoodie and sunglasses seem to be the standard poker uniform at the WSOP. Former FBI agent/body-language specialist Joe Navarro dismisses the flashy poker accessories. "It makes you see a lot less at the table," he stresses with a smirk. Navarro explains that when a player is wearing sunglasses, he is still easy to read: "It doesn't block how their eyes react when they arch their eyebrows."

Also forget hiding inconspicuously behind your hoodie: "Hoodies mean nothing—they don't track how you are sitting, perched, and the position of your hands."

Navarro believes that hands (*human* hands) are the biggest giveaway when collecting information on your opponents. Check to see if their hands are flat or arched in a ready-for-action position. When a player shows strong hands, they will be forward into the table, since we tend to move toward things we like. We also subconsciously incarcerate the cards if they have value. Spread fingers also designate a strong hand while fingers close together or thumbs hidden means the player's hand is weak. (Use this to read his bluff.) For the optimal position, Navarro suggests hiding your thumbs and

keeping your elbows in. When other players try to read you, all they'll get is a blank slate.

♠ TURN THE MUSIC OFF

Wearing headphones at the table while listening to your favorite iPod music shuffle (be it *Eye of the Tiger* or *The Little Mermaid* theme) is another big poker fad. Forget it if you want to be a poker purist who can zone into reading the other players.

Navarro stresses, "Don't listen to music while playing at the tables. You'll miss the involuntary cathartic exhale of your opponents. Exhaling with puffed cheeks is a pacifier and denotes something negative in the brain."

True, or maybe Justin Bieber just came into their music mix?

♥ KNOW WHEN TO FOLD

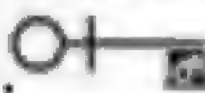
One of my favorite players, Greg "Fossilman" Raymer, offered his tournament-winning expertise in poker-hand analysis. Our table is dealt a series of hands. Raymer then critiques our cards to determine if we've made the right play. Some Raymer hand insights: Know that it's okay to fold on Ace/6. Only stay with Queen/8 in accordance to your position at the table. King/Jack is a good hand to open with, but fold after the flop if you're not going to bluff and the rest of the cards aren't telling a good story.

♣ EXPLOIT THE WEAK

Early in the game, get a feel for the weak players at the table. Gather information about them and note how they play over a wide range of hands. Then go to town and try to knock them out. In the later stages of the tournament, adjust your play to the stronger players. Bluff more and be aggressive. Stack up those chips. One very weak thing to do: Throw in a \$500 chip when you meant to throw in a \$25 chip—thus a reason to always make a verbal bet first.

◆ AVOID GETTING "THE TILT"

No one wants "the tilt." Greg Raymer doesn't want it. Shawn Rice doesn't want it. Former FBI agent Joe Navarro doesn't want it. I had "the tilt" once—it wasn't pretty. "The tilt" is a state of mental confusion where a player completely loses his shit. The player usually starts to become irrational and overly aggressive with his play. Combat this by always staying in the moment. Analyze every situation, recognize the highs and lows of the game, maintain, and—most important of all—do not give up. Remember, there are only two ways to win in poker: either everyone folds, or you have the best hand. Just ask Puggy Pearson and Amarillo Slim.

You can improve your poker game by going to WSOPAcademy.com. Its new, highly interactive, online school features 24/7 poker training. 

PUNCH DRUNK

Once the original San Francisco treat, the elegant South American brandy pisco is making a countrywide comeback.

By Joshua M. Bernstein

For the longest time, Johnny Schuler barely gave pisco a passing thought. Back in 1977, the successful Peruvian restaurateur and wine aficionado only used the strong, colorless South American brandy to concoct Pisco Sours, a cocktail constructed with egg whites, simple syrup, bitters, and lemon or lime juice. Pisco was for mixing, not savoring solo. But one day a colleague called him, distressed. It was the middle of a pisco competition, and the tasters were tipsy: Instead of spitting out samples, they were swallowing them.

Schuler volunteered to lend his palate. His first four samples barely merited a raised eyebrow. Then the fifth glass was poured. “I said, ‘What’s *this*?’” recalls Schuler, who sniffed the glass deeply. He took a tiny taste, then another. “It was smooth, round, and elegant,” Schuler sighs. “It was beautiful. It dawned on me that pisco was a whole world of flavors. From that day forward, I haven’t stopped drinking it.”

Despite a heritage that stretches back to the sixteenth century, when Spanish settlers devised the distilled elixir in Peru, pisco barely registers on imbibers’ radars. The oversight should soon be corrected. In recent years, top-shelf piscos have set sail from South America to the States, where barkeeps have put their spin on the spirit that looks like vodka, but boasts a multifaceted flavor and bouquet.

At New York City’s sultry, subterranean 1534, the Pisco Sour is given an Asian twist thanks to lemongrass syrup, ginger juice, and a dusting of chai green tea. In Chicago, modern Latin restaurant Nacional 27’s Chicha



Sour is made with pisco plus an infusion of egg whites, purple corn, lime, and bitters. Across the country, San Francisco’s Pisco Latin Lounge mixes its namesake with everything from cilantro to absinthe to passion fruit. Elsewhere in town, Cantina serves a cavalcade of pisco cocktails, including a punch packed with crushed pineapple, citrus juice, Angostura bitters, and “secret sauce.” Consider this a return to form.

During the gold-rush era, pisco landed in California aboard traders’ vessels. San Franciscans quickly cottoned to the brandy, especially bartenders’ newfangled creation: the pineapple-loaded Pisco Punch. “It was the fashionable drink to have in San Francisco,” says Schuler, who also hosts the TV show *Por Las Rutas del Pisco* and wrote several books on pisco. The strapping punch ruled San Francisco bars till 1920, when Prohibition severed the pisco supply.

Nowadays, there’s no shortage. But there are crucial lessons to learn before buying your first bottle. For starters, look at the country of origin. While both Chilean and Peruvian pisco are fashioned from fermented

grape juice, the Chilean version is distilled to rocket-fuel strength, usually around 150 proof. It’s then aged in wooden barrels and diluted to about 80 proof, resulting in a harsher spirit that’s typically paired with soda. By contrast, Peruvian pisco is distilled to bottle strength (around 76 to 86 proof), then sent to slumber in a nonreactive container,

perhaps made of glass, cement, copper, or stainless steel. The result is a purer-tasting spirit, the unadulterated essence of grapes.

Try choice Peruvian expressions such as the silky Campo de Encanto (“Field of Enchantment”), which has a floral, slightly fruity bouquet. Also excellent are the earthy, full-bodied Macchu Pisco, which has a subtly peppery note, and the smooth BarSol—the gentle bouquet of ripe fruit is beguiling. Then there’s Schuler’s noble entry to the marketplace, Pisco Portón. “It’s a gentleman’s drinking spirit, a spirit for conversation,” Schuler says of his creation. The refined potion drinks warm and slightly raisin-sweet, filled with grassy aromas that detour to tropical fruit and chocolate. It’s a little like ... well, “It’s not comparable to anything,” Schuler says. “Pisco is its own category. It’s the newest—and oldest—drink on the market.”

Portonero

INGREDIENTS

2 ounces Pisco Portón
1 teaspoon fresh lime juice
1 teaspoon simple syrup
1 slice of ginger
1 dash of bitters
1 slice of lime
Ginger ale

Pour all the ingredients except the ginger ale into a tall glass with ice. Fill with ginger ale. Stir and garnish with a lime wedge.

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pretty in pink

At 24 years old, Riley Steele is already enough of a fixture in the adult industry that she garnered a cameo in last year's *Piranha 3D* (and had a girl-on-girl scene with Kelly Brook that was scorching for an R-rated film). She's also had a recurring role on the Cinemax series *Life on Top*, which is based on books inspired by Penthouse Pets. Now we're thrilled to have the 34-22-28 blonde in these pages.

Photographs by Emma Nixon




"I love everything about being in adult entertainment: the travel, the fans, photo shoots, meet and greets. But I'm going to start feature dancing as well, and I think that will take over the No. 1 slot."







A blonde woman with long, wavy hair is posing on a bed. She is lying on her side, facing away from the camera but looking back over her shoulder. She is holding a white measuring tape around her waist. She is wearing a wide, patterned bracelet on her left wrist and a ring on her left hand. The bed has a patterned headboard and a gold-colored patterned blanket. The background is a dark, textured wall.

“The best part of doing this shoot was listening to Emma talk dirty to me with that British accent: ‘Fiddle with your bits, you dirty little blonde.’ She’s so fun and nasty.”



"My favorite fantasy *is* dirty! I fantasize about being locked in a closet, tied up by my wrists, and getting fucked whenever my man wants me."







“The biggest turn-on for me is a guy who’s sweaty and greasy because he just finished working on his car. I love to get on my knees for a guy like that.”

SEE MORE OF RILEY AT PENTHOUSE.COM.



CENTER ICE, CENTER STAGE

With the NBA in lockout, hockey may have the winter-sports scene all to itself this season. Can it make the most of the situation?

By John Bolster

As it prepares to drop the puck on the 2011–12 season, the NHL finds itself at its most opportune moment in years—or maybe ever. Last season yielded an exciting, seven-game Stanley Cup Finals, an Original Six champion from the hockey-mad, NHL championship-starved city of Boston, and the most watched NHL game in 38 years in Game 7.

Attendance figures were up, too, with 15 teams reporting better than 95 percent capacity for the season, and the game returned to an old western Canadian stronghold as the Atlanta Thrashers pulled up stakes and moved to the more appropriate city of Winnipeg, where they will be known as the Jets, reviving a long-dormant NHL nickname. (And rejuvenating an

PHOTOGRAPHS BY (ABOVE) PHILLIP MACCALLUM/GETTY IMAGES

old sports-trivia chestnut: How many pairs of teams from different sports have the same nickname?* See next page for answer.)

To top it all off, the NBA, hockey's biggest rival for the winter-sports fan, is likely to remain in a bitter lockout as the NHL season launches. However much overlap there is between hockey fans and hoops fans, this development can't hurt the NHL's prospects in the new season.

All of this contributed to league owners and execs hitting the off-season flush with optimism and, apparently, cash: No fewer than five teams underwent significant roster shake-ups. Let's take a look at the biggest off-season transactions, and handicap the favorites for the new season.

TOP 5 OFF-SEASON MOVES

From coast to coast, NHL teams remade their rosters. Here are the most important front-office plays.



DANY HEATLEY

Left wing, Minnesota Wild

The Wild averaged an NHL-low 26 shots on goals per game last season, and scored an anemic 206 goals—the second-lowest total in the Western Conference. Heatley's production dipped last season (from 39 to 26 goals), but he's still an elite sniper who will boost the Wild offense—as will his former teammate in San Jose, Devin Setoguchi, whom Minnesota acquired in a separate deal with the Sharks.



MARTIN HAVLAT

Left wing, San Jose Sharks

The Sharks strengthened their defense this off-season, then swapped Heatley straight-up for Havlat—and they may have gotten the better of the deal, as the speedy Czech winger was more productive than Heatley last season, “despite playing against stiffer competition and with worse teammates,” according to ESPN.



TOMAS VOKOUN

Goaltender, Washington Capitals

The Capitals had the best record in the Eastern Conference last season, but were swept out of the playoffs in the second round by Tampa Bay. As a result, they were extremely busy in the off-season, saying good-bye to seven players, making a trade, and signing four free agents, including the 35-year-old Vokoun, who has the second-highest save percentage in the league since 2005. The man with the highest? Boston's Tim Thomas, last seen hoisting the Stanley Cup in Vancouver.



STEVEN STAMKOS

Center, Tampa Bay Lightning

Locking down the hypertalented Stamkos, who had 45 goals and 46 assists in 2010-11 (and 51 and 44 the previous year), was a priority for the Lightning, which came within one game (and one goal) of the Stanley Cup Finals last season. Mission accomplished: They re-signed the productive center to a five-year, \$37.5 million contract in July.



BRAD RICHARDS

Center, New York Rangers

Though the Rangers are past masters at acquiring free agents who turn out to be busts (see: Holik, Bobby; Drury, Chris; Gomez, Scott; and, to some extent, Jagr, Jaromir), Richards, 31, should have plenty left in the tank. And he could have a hugely beneficial effect on winger Marian Gaborik's production. He'd better: New York gave him a *nine*-year contract worth \$60 million.

PENTHOUSE PICKS

It's an annual tradition hereabouts: We tap our resident, noneditorial hockey experts to get their predictions for the upcoming NHL season. They have never been wrong.**



ANTHONY accounting

STANLEY CUP FINALISTS

Pittsburgh Penguins vs.
San Jose Sharks
"Sooner or later the Sharks
have to get there. Right?"

CHAMPION Penguins

"They learned how to win
without Sid the Kid last year,
and will benefit from that
experience this year. With
him back in the lineup."

HART TROPHY [MVP]

Sidney Crosby,
Pittsburgh Penguins
"He will make it back from the
post-concussion problems
that wiped out the second half
of his season last year—and he
will be a man on a mission!"

CALDER TROPHY [top rookie]

Nino Niederreiter,
New York Islanders
"This guy is the beginning of
the next generation for the
Isles. Mark my words."

VEZINA TROPHY [top goaltender]

Pekka Rinne,
Nashville Predators
"He had a great playoff run
last season, and will go next-
level in 2011-12."

HockeyFights.com LEADER IN FIGHTING MAJORS

Zenon Konopka,
Ottawa Senators
"This is why the Senators
signed him."

MIKE production

STANLEY CUP FINALISTS

L.A. Kings vs. Capitals
"I am giving the Caps one
more chance. Hope they
don't choke again."

CHAMPION Kings

"I like the off-season
additions of Simon Gagne
and Mike Richards."

HART TROPHY [MVP]

Steven Stamkos,
Tampa Bay
"The man who puts the
charge into the Lightning.
See what I did there?"

CALDER TROPHY [top rookie]

Brayden Schenn,
Philadelphia
"The rebuilt Flyers will give
their rookie plenty of chances
to shine, and shine he will."

VEZINA TROPHY [top goaltender]

Tim Thomas, Boston Bruins
"He's going to keep the
momentum going from his
incredible championship
season."

HockeyFights.com LEADER IN FIGHTING MAJORS

"I don't follow this aspect of
the sport, and would love to
see it gone from the game."

* There are six: New York Jets/Winnipeg Jets; New York Rangers/Texas Rangers; Carolina Panthers/Florida Panthers; Arizona Cardinals/St. Louis Cardinals; Sacramento Kings/Los Angeles Kings; San Francisco Giants/New York Giants.

** About production- and accounting-related matters, that is.

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 [holiday videogame preview]

HOLIDAY GAMING SURVIVAL GUIDE

The annual Armageddon of holiday releases is nearly upon us. Survive the onslaught with our big breakdown of the games made just for you.

By Crispin Boyer

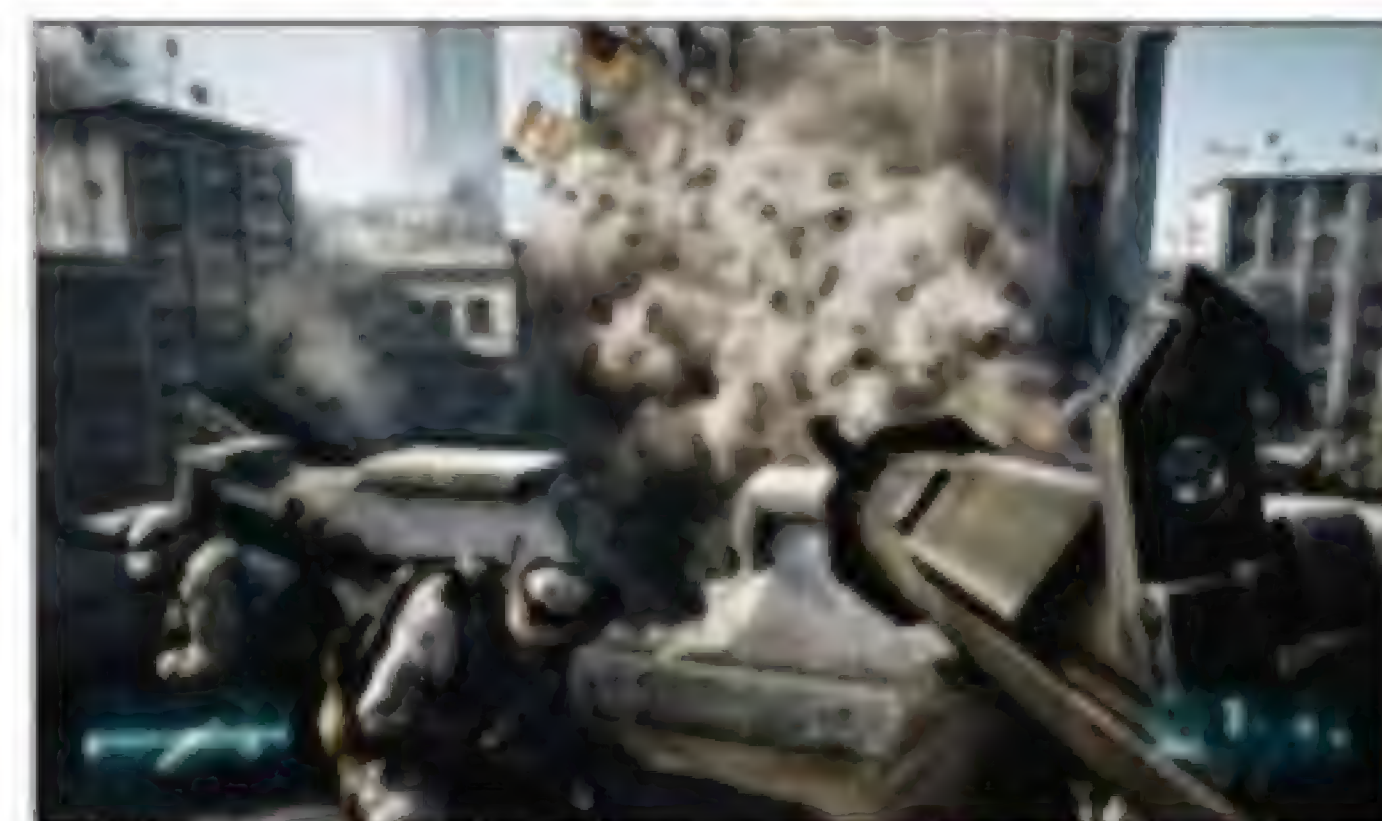


GUNS & CAMO Lock and load these high-caliber shooters.



Gears of War 3
Microsoft (Xbox 360)

The good guy: Marcus Fenix, beefy leader of Delta Squad, along with new playable compatriots.
The bad guys: The Lambent, a mutant scourge that's infecting the planet Sera from the inside out.
The gear: Armored "Silverback" mechanized suits; a retro assault rifle topped by a gut-ripping bayonet.
The gist: As if the Locust Horde inhabitants of planet Sera weren't menacing enough, a new mutation called the Lambent is threatening the few surviving pockets of humanity. It's up to you—and three friends in the enhanced cooperative mode—to exterminate the scourge in this final installment of the revolutionary shooter trilogy. A nearly limitless suite of online multiplayer modes (including men against monsters) will keep you blasting long after you save the world in the main campaign.



Battlefield 3
EA (Xbox 360, PS3, PC)

The good guy: Staff Sergeant Henry "Black" Blackburn.
The bad guys: An insurgency group known as the PLR.
The gear: Every modern gun under the sun; military vehicles/aircraft.
The gist: Players fight a globe-trotting insurgency—not to mention one another in 24-man multiplayer matches—but the real opponent is *Modern Warfare 3*. Tired of playing underdog, *Battlefield 3*'s developers have unleashed their biggest gun of all: a spectacular-looking new game engine that allows for destructible environments. Walls splinter under gunfire, building facades shatter from tank rounds, and safe cover doesn't stay safe for long. Authentic-sounding radio chatter and desperate cries from comrades keep you focused as bullets and RPG rounds rock the world around you.

COUPLES THERAPY Play nice with your girlfriend in these chick-friendly games.



Just Dance 3

Ubisoft (Xbox 360, PS3, Wii)

The good guy: You, for buying this game for your lady.

The bad guys: Uncouth dudes who sit on the sidelines just to ogle your girlfriend.

The gear: The Kinect is required equipment for the Xbox 360 version; on PS3, each player needs a Move controller.

The gist: Chicks love to dance. Chicks love guys who can dance. This game teaches guys how to get down with chicks. Those three simple facts of life sum up the appeal of this four-player dance party. Its track list has Top 40 songs from every musical genre, including hip-hop, disco, rock, R&B—even country. Rhythmically challenged players can tone down the difficulty and sing along for bonus points.



Rayman Origins

Ubisoft (Xbox 360, PS3, Wii)

The good guy: Rayman, Mario's French equivalent.

The bad guys: Nightmare-spawning Darktoons.

The gear: Telescoping fists and pompadour-powered flight.

The gist: This is a throwback to the days when game worlds were two-dimensional and game heroes were built from dozens of sprites instead of thousands of polygons. The limbless hero—and up to three other players—go through 60 levels of good old-fashioned hop-and-bop gameplay. Your lady friend will love the oil-painting environments, adorable enemies, and silly storyline (it's just so ... French). You'll look like a hero when you summon old-school skills to help her topple the trippy end-of-level bosses.



Ratchet & Clank: All 4 One

Sony (PS3)

The good guys: Fur-ball alien Ratchet, his robo-companion Clank, and musclehead superhero Qwark.

The bad guy: Dr. Nefarious, forced to team up with the heroes as a playable character.

The gear: The Sheepinator, the Pyro Blaster, the Morph-O-Ray, and dozens of other silly guns.

The gist: Four players take on goofball foes while wielding the wackiest weaponry in videogame history. "Use weapons together to unleash devastating co-op pwnage," says Shaun McCabe, production director at Insomniac Games, "or compete with your teammates to build up your weapon arsenal." Take our advice: Let your girlfriend get the good stuff.

MVP Most Valuable Plaything



iCade

ThinkGeek.com • \$100

The faux-wood-grain cabinet, the ball-topped joystick, the glowing quarter slot—everything about this iPad accessory is designed to evoke wistfulness in any gamer raised in the wilds of mall arcades. The iCade assembles in minutes and links via Bluetooth to your iPad, which slides through a hatch at the unit's top and serves as its game screen. The heavy-duty arcade controls are compatible with more than 100 oldie-but-goody games—from *Asteroids* to *Tempest*—in the *Atari's Greatest Hits* iPad app (support for more games is promised). The only thing missing is a trackball for classics like *Centipede* and *Missile Command*, but the joystick is still a satisfying alternative to the iPad's clunky touch-screen controls.



Call of Duty: Modern Warfare 3

Activision (Xbox 360, PS3, PC)

The good guys: American and British Special Forces operators.

The bad guys: Russian troops keen on conquering the U.S. of A.

The gear: An overwhelming arsenal of weapons, from the standard M4 assault rifle to the exotic XM25 Airburst grenade launcher.

The gist: Russki troops take a bite out of the Big Apple at the beginning of *MW3*, and it's up to the player to bite back and repel the invasion that began in the last game. Despite some highly publicized changes in studio management, this hugely anticipated sequel manages to ramp up the series' trademark Jerry Bruckheimer-inspired action. Expect firefights atop skyscrapers, helicopter gunship battles, and didn't-see-that-coming plot twists in a cinematic yarn that spans two continents. Multiplayer, meanwhile, has been upgraded with new co-op modes for players who want to earn experience points without having to deal with the trash-talking, unwashed masses of public matches.



Rage

Bethesda Softworks (Xbox 360, PS3, PC)

The good guy: The lone survivor of a near-future Armageddon.

The bad guys: The Authority, a Big Brother-like regime.

The gear: Boomerang blades, one-man turrets, sentry bots, and remote-controlled exploding cars.

The gist: This apocalyptic first-person blaster from the genre's progenitors, id Software, intermingles on-foot combat with vehicular manslaughter in dune buggies bristling with customizable weaponry. An asteroid collision has transformed Earth into a wasteland ruled by mutants, bandit bikers, and a totalitarian government. You have to strap into your buggy and explore the sprawling no-man's-land between towns and other points of interest in a quest to save what's left of humanity.



[holiday videogame preview]

ADVENTURE QUENCHERS Visit new places and kill interesting people in these action-crammed adventures.



Uncharted 3: Drake's Deception

Sony (PS3)

The good guy: Nathan Drake, glory-hound descendant of Sir Francis Drake.

The bad guy: The ruthless leader of a shadowy cult.

The gear: Rifles and pistols/thousands of customizable variations.

The gist: A routine treasure hunt turns into archaeological pay dirt for the redoubtable Mr. Drake, who winds up investigating the mystery of a lost city. He battles cultists in a run-down French château, and chases desert mirages that almost make the PS3's graphics chip belch smoke. Once the cinematic story is said and done, players will find hours of thrills in extensive multiplayer modes that retain the movie-like quality of the single-player campaign.



The Legend of Zelda: Skyward Sword

Nintendo (Wii)

The good guy: Sword-wielding elfin hero Link.

The bad guys: Habitual evildoer Ganondorf.

The gear: Master Sword, bow, bombs, grapple hook, slingshot—typical tools of adventure.

The gist: This epic unleashes its ageless elf hero on a new continent full of far-flung dungeons reachable via flight atop a giant bird. The whimsical fairy tale does have one cutting-edge feature that adds an element of manliness: realistic sword-fighting (MotionPlus accessory required). The swordplay adds swashbuckling fun to enemy encounters—although your *Madden*-playing pals might give you a wedgie while you're playing.



Assassin's Creed: Revelations

Ubisoft (Xbox 360, PS3, PC)

The good guy: Ezio Auditore, scowling, cowl-wearing master assassin.

The bad guys: The Knights Templar, history's super-duper-secret club of troublemakers.

The gear: The spring-loaded hook-blade; new bomb-making materials.

The gist: The silent-but-violent Ezio goes on a sixteenth-century killing spree, stalking Templar bigwigs on narrow streets seething with sweaty humanity during the Third Crusade. His journey to track down five ancient seals of the assassins' brotherhood takes him to Constantinople, the Ottoman Empire melting pot. Like a Renaissance-era Forrest Gump, he bumps into various real-life characters. Whether he rewrites history is up to you.



Batman: Arkham City

Warner Bros. Interactive (Xbox 360, PS3, PC)

The good guy: The Dark Knight.

The bad guys: The Joker, the Riddler, Two-Face, and Catwoman (playable in her own heist missions).

The gear: A visor-mounted CSI lab, plus the usual utility-belt toys.

The gist: The mayor has turned a vast chunk of Gotham City into a sprawling superprison. Naturally, the criminal masterminds locked inside plot their escape and world domination, giving Batman more excuses to work out childhood trauma with his fists while uncovering the prisoners' plans with his gadgets. The first game's famously fluid combat has been upgraded with twice the number of attacks, counters, and take-downs. Catwoman's lithe acrobatics will overstress your analog stick.

GAMES WITH THRONES Find an ax to grind in these roleplaying titles.



The Lord of the Rings: War in the North

Warner Bros. Interactive (Xbox 360, PS3, PC)

The good guys: A fellowship of three Middle-earthlings: human, elf, and dwarf.

The bad guy: Evil-eye Sauron and his army of Orcs and trolls.

The gear: Swords, shields, axes, bows.... You know, loot!

The gist: Forget all the fuzzy feet and dwarf-tossing comic relief of *The Lord of the Rings* films; this combat-heavy roleplaying adventure embraces the serious side of J.R.R. Tolkien's Middle-earth. "The fighting is hard-hitting and brutal," says Michael de Plater, design director at Snowblind Studios, "with blood spurting and severed limbs flying." Up to three players journey through Middle-earth's war-torn northern regions—uncharted territory for Tolkien fans—on a Gandalf-approved quest to murder Sauron's minions. When the battles become overwhelming, the fellowship can summon air support from an eagle sidekick. Wield him wisely or his goose is cooked.



Elder Scrolls V: Skyrim

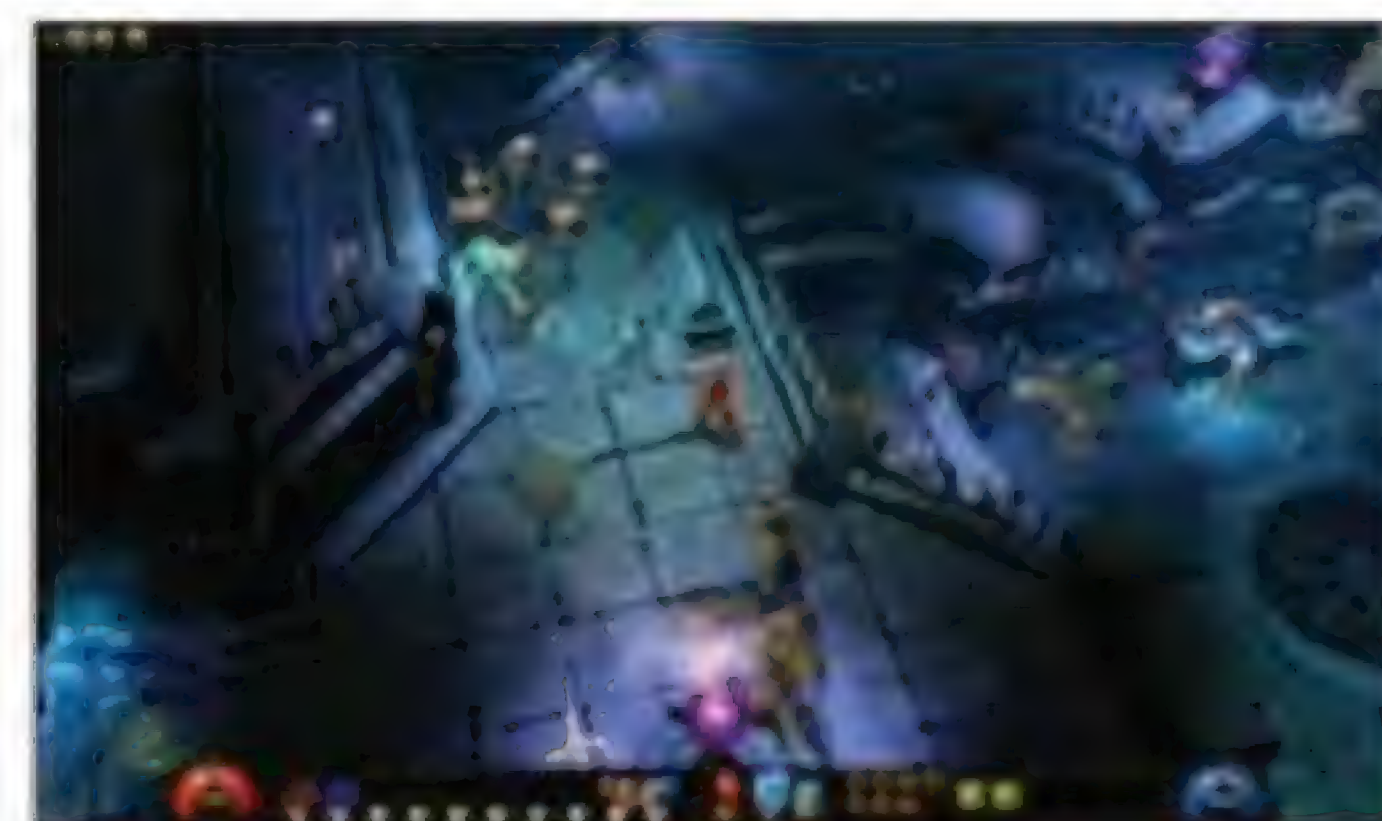
Bethesda Softworks (Xbox 360, PS3, PC)

The good guy: A magic-wielding warrior seemingly ripped from a Molly Hatchet album cover.

The bad guys: Swarms of dragons.

The gear: Enough medieval weaponry to arm a realm of Renaissance Faire regulars.

The gist: "It's just a big, crazy roleplaying game with as much stuff in it as possible," says Todd Howard, *Skyrim*'s director. It's hard to imagine more "stuff" than in Bethesda's *Elder Scrolls* and *Fallout* epics, but even a quick look will make your helm spin. See a snowcapped peak? Climb it. Find a hole in the ground? Spelunk it. Those mastodons stomping across the plains? Kill 'em and grill 'em to gird your loins. Rend heaven and Earth with throaty Dragon Shout spells when winged wyverns attack. Molly Hatchet would approve.



Torchlight II

Runic Games (PC, Mac)

The good guys: A ragtag party of warriors and magic users ... and their pets.

The bad guy: A mysterious villain who picks up where the first game's ancient evil dropped the ball.

The gear: Various rare weapons, amulets, and pieces of armor.

The gist: While fans of multiplayer dungeon crawlers await *Diablo III*—the one sequel to rule them all—they can feed their loot-collecting needs with this. The action roleplaying epic, available for direct download at a less-than-epic price, looks and plays just like the *Diablo* games (it oughta—*Torchlight II* is the product of ex-*Diablo* developers). Players team up and travel the world, raiding dungeons and click-click-clicking on monsters to hack them to bits. Pet sidekicks offer backup and, more important, moral support.

JOCK STARS Sharpen your competitive edge with these sports games.



FIFA Soccer 12

EA Sports (Xbox 360, PS3, PS2, PSP, 3DS)

The good guy: Anyone who wants to kick some balls.

The bad guys: CPU opponents with enhanced artificial intelligence, able to read your teammates' strengths and weaknesses.

The gear: Official uniforms and equipment for more than 500 teams.

The gist: If you think the rough tackles in *Madden NFL* are wince-worthy, wait till you see players collide in *FIFA 12*. A new physics engine—two years in development—adds bone-crunching authenticity to this flagship soccer series. True physics govern every tussle, ensuring that battles for ball possession always have believable (rather than arbitrary) outcomes. Defenders now behave more cautiously, and even the dribbling system has been given an overhaul. You get a light touch in tight spaces and more time behind the ball to choose among passing, charging, or striking.



NBA 2K12

2K Sports (Xbox 360, PS3, PS2, Wii, PC, PSP)

The good guys: Michael Jordan, Kobe Bryant, or [insert your own court hero here].

The bad guys: Online opponents with unstoppable monsters from the player-creation system (a cheat the developers say they're fixing).

The gear: The PlayStation Move controller adds point-and-shoot playability to the PS3 version.

The gist: The follow-up to the finest basketball simulator ever created. The player models, stadium crowds, and overall presentation have been enhanced almost to the point of as-seen-on-TV fidelity. Support for the PlayStation Move controller lets less-hard-core players work the court while leaving one hand free for beer and chips.



Forza Motorsport 4

Microsoft (Xbox 360)

The good guy: You, the speed freak.

The bad guys: Hotshot human challengers in online racing modes.

The gear: Hundreds of erotic cars from more than 80 makers.

The gist: Racing isn't your entire reason for existence in *Forza 4*, which encourages players to collaborate. Drivers can form car clubs with fellow gearheads and artists from the *Forza* community to turn out finely tuned autos emblazoned with dazzling custom designs. Plug in the Kinect motion sensor to stroll around a virtual garage of your creations, and bend down to peer under the hoods. The game really kicks into high gear once the show hits the road. Cars and courses are rendered with unparalleled detail at a superbly smooth 60 frames per second.

MVP Most Valuable Plaything

Mamba gaming mouse

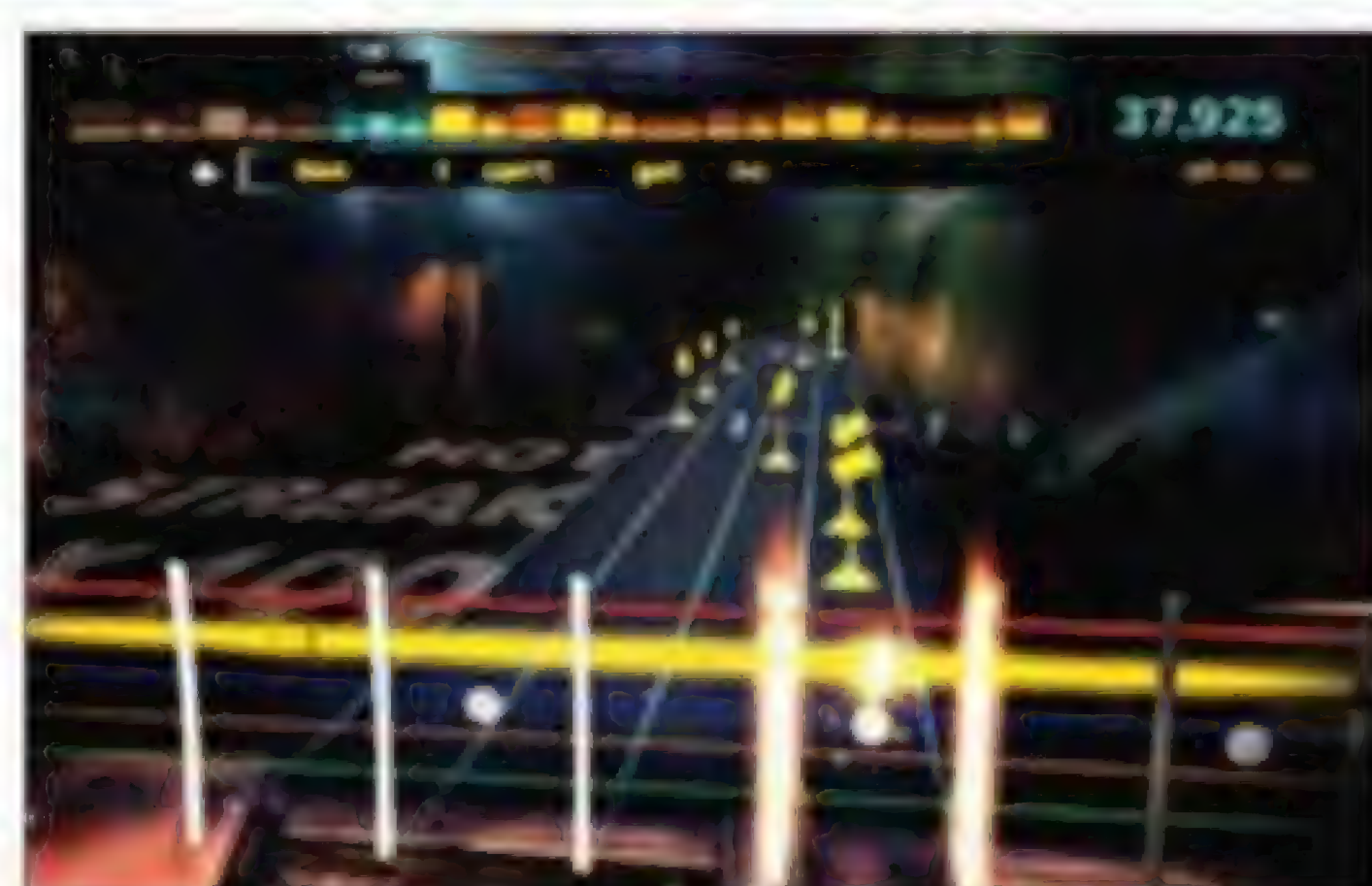
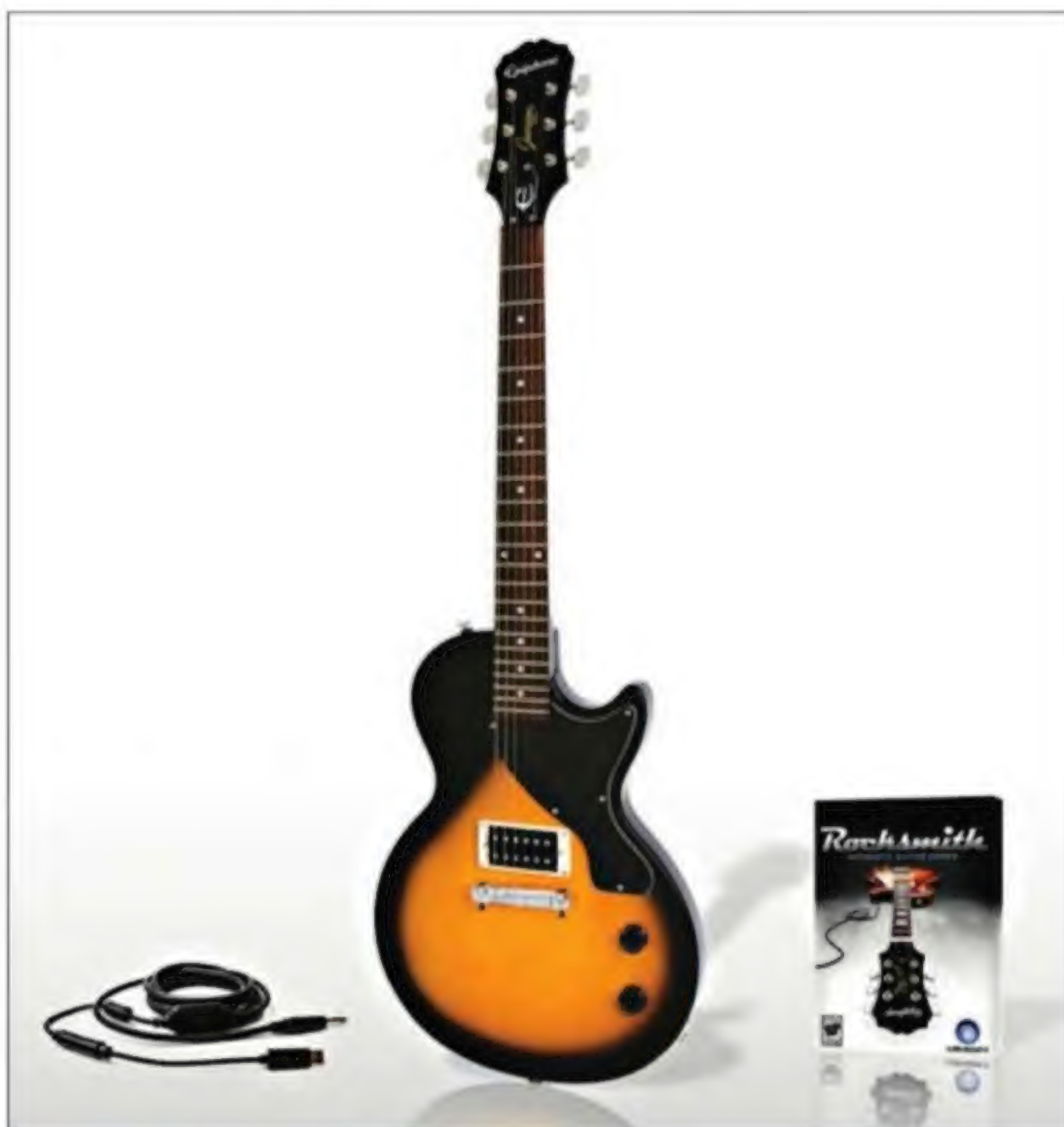
Razer • Starting at \$130

While console gamers flail around with motion-sensing contraptions, PC players are happy to stick with their time-tested mouse-and-keyboard control scheme—which means a good mouse can make a big difference on the first-person field of battle. Razer's wireless Mamba is the best. Its 6,400-DPI sensor allows for incredible on-screen accuracy, giving *Modern Warfare* warriors a leg up in scoring long-range head shots. The one-millisecond response time and ultrasensitive acceleration sensor are more than a match for even the most caffeinated gamer's jittery reflexes. If you go down in a blaze of *Battlefield 3* glory, it won't be due to mouse lag.





GAMES THAT ROCK These tune-infused titles will make your groupies scream.



Rocksmith

Ubisoft (Xbox 360, PS3, PC)

The good guy: You, the budding guitar hero.

The bad guys: None in the game; serious finger blisters in real life.

The gear: In-game distortion pedals and an included USB cable for plugging in a real guitar.

The gist: That plastic guitar peripheral collecting dust in the closet? Douse it with lighter fluid and burn it Jimi Hendrix-style. *Rocksmith* requires a real electric guitar to play (a \$200 bundle comes with a Les Paul Junior), and it will teach you how to actually play using the same scrolling-note interface pioneered by the *Guitar Hero* titles. You strum along to more than 30 rock classics as best you can, while the game adjusts its difficulty based on your fretwork. The better you get, the more notes it'll throw at you, until eventually you're handling your ax like you're Eddie Van Halen.



Children of Eden

Ubisoft (Xbox 360, PS3)

The good guy: Eden, the first human born in space.

The bad guy: Nasty computer malware.

The gear: Lock-on missiles, a Vulcan cannon, a "Euphoria" smart bomb, and more.

The gist: It's the spiritual successor to the trippy Dreamcast shooter *Rez*. You battle the digital tendrils of a computer virus threatening to dismantle your digital world bit by bit. Dead-eye aim isn't enough; you need rhythm to blast to the beat of the thumping trance soundtrack. The game's makers call this melding of aural and visual effects "synesthesia." We call it a little pretentious, but the game is very pretty. And it's fun to use the Kinect or Move motion-sensing peripherals to wield your arms like cannons.



PixelJunk Lifelike

Sony (PS3)

The good guy: Any wannabe trance-tune composer.

The bad guys: Hecklers who boo your concerts on the PlayStation Network.

The gear: The PlayStation Move controller.

The gist: If you ever wanted to know what all those Burning Man stoners see in their heads as they wander the desert, just boot this up. The trance-inducing not-really-a-game experience has you plucking music samples from an audio palette, then "painting" songs from those samples in virtual 3-D space. Your compositions will vary from trippy to toe-tapping, and you can broadcast your performances over the PlayStation Network. Appropriately enough, the game is available online for roughly the price of a dimebag.

MVP Most Valuable Plaything

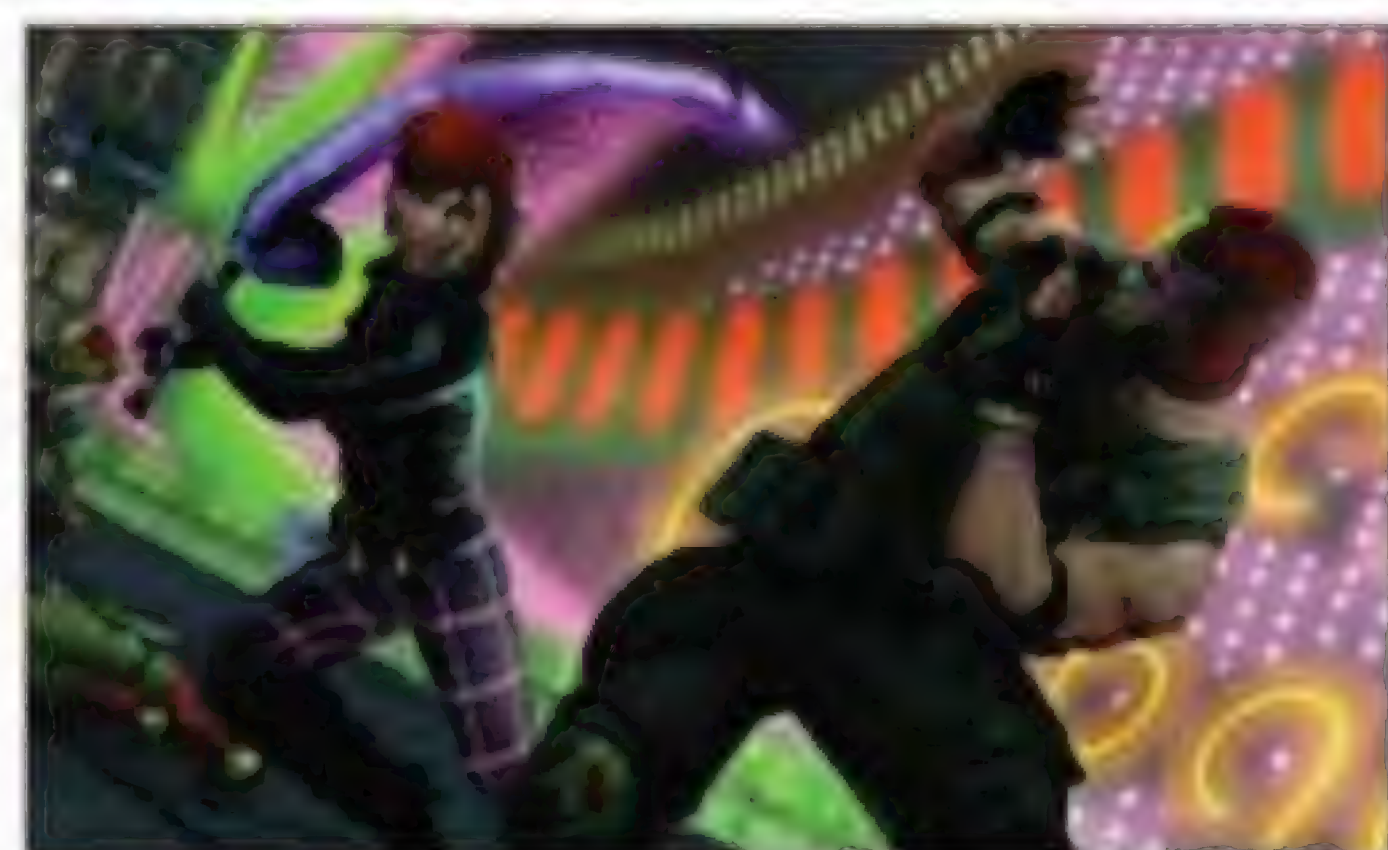
Sound Blaster Tactic 3D Omega wireless headset

Creative • \$200

If you have to endure trash talk from 12-year-old racist homophobes while you're playing online games, you might as well give yourself every advantage to frag the little fuckers. The Omega's surround sound lets you hear foes creeping up behind you. Shout your own trash talk into the noise-canceling mike, which you can detach when you want to listen to tunes without looking like a Time-Life operator. The Omega connects to the Xbox 360 and PlayStation 3 via a simple base station that also sports an input for TVs, MP3 players, and media streamers. PC and Mac users can tinker with an included software suite of sound-tweaking effects.



SAINTS ROW: THE THIRD



Auto Erotica

Penthouse Pets promote the car-jacking madness of *Saints Row: The Third*.

Naked skydiving, sex-toy warfare, porn-star lap dances, hoverjet dog-fights—an endless supply of lewd and lavish activities await grown-up gamers in *Saints Row: The Third* (Xbox 360, PS3, PC). In the third installment of the series that put the fun back into the *Grand Theft Auto* open-world formula, you ignite a citywide war to establish your monopoly on gunrunning, cybercrime, and the sex trade. As if the game didn't already look sweet enough, *Penthouse* has partnered with publisher THQ to add eye candy to promotional events: Pets Nikki Benz (far right), Ryan Keely, Heather Vandeven (right), Heidi Baron, Justine Joli, and Shay Laren have been signing autographs and heating up gamers as the Quality Assurance Team. (Downloadable content featuring the Pets will be available later.)



Roland Emmerich's new period drama is generating Oscar buzz—and if he wins, it just might be a sign that we're in



Dr. M. J. Licen

for a real-life apocalypse.

By **Craig Modderno**

Licen

Ronald Emmerich may be the only current A-list director who's never made a sequel to one of his international blockbusters, but then, special-effects-laden disaster flicks like *Independence Day*, *The Day After Tomorrow*, and *2012* don't really lend themselves to the customary Hollywood sequel. But now the German filmmaker has directed the kind of small, personal movie that a caustic character in one of his epics might mock.

So what should we expect from Emmerich's period drama *Anonymous*, set in Elizabethan England, which delves into the debate about who really wrote the plays that history credits to William Shakespeare? We can't even imagine, but we'd put good money on it being free of aliens.

Is *Anonymous* a film you've wanted to make for a while, or material you were recently attracted to?

The script actually came to me as a writing sample when I was looking for someone to write *The Day After Tomorrow* with me. I've been trying to get it made since then. The original script was entitled *A Soul of the Age*, and it centered only on the relationship between [Ben] Jonson and Shakespeare. It didn't have the intrigue or intricate relationships that the film now contains. I didn't want it to be *Amadeus*. I wanted it to be something else, rather than just an examination of whether the Bard wrote his own plays.

Why do you think the topic will excite today's primarily young film audience?

Shakespeare is still the most played author, especially in English-speaking countries around the world. I suspect more movies have been made of his plays than any other author's. I believe Shakespeare deserves this kind of work. I think today, in modern literature, the more you know about the author is a good thing. What is known about Shakespeare is, he was an ordinary man who never left a play for posterity in his own handwriting, whereas the Earl of Oxford, whom I suspect was the actual author, was an educated man of the arts. I was amazed at the amount of material that exists on this. In the film, however, I let the audience come to its own conclusions.

Why is Hollywood hesitant to make intimate dramas like *Anonymous*?

It's a matter of economics. The blockbuster film can globally make the studios a lot of money. Low-budget films, or what the industry calls "small pictures," can also make

them money, but studios claim the mid-range-budgeted movies can no longer be profitable because the audience for drama is limited. The answer is to make movies like *Anonymous* or *The King's Speech* for as little money as possible.

What initially attracted you to the mega-budget films that you're famous for?

When I was in film school in Munich, Germany, I was always drawn to these kind of films and horror films. While my classmates wanted to be [director] Wim Wenders, I wanted to be like my cinema heroes Steven Spielberg or John Carpenter. As I got older, I became interested in other stuff, like *The Patriot*. Yet I still wanted to make movies that took international audiences on a thrill ride, which is a cool thing for a director to create. On the other hand, the older I get the more interested I am in serious topics.

What films influenced you?

As a teenager, my two absolute favorite films were *The Poseidon Adventure* and *The Towering Inferno*. When I was writing *Independence Day*, we looked at *The Towering Inferno* and took a lot of pointers from it. For example, in our film Will Smith comes on halfway through the film like Steve McQueen, who played a fire chief, does in that picture. Will comes on when our story needs pilots to stop the menace, and Steve appears when the fire becomes difficult to control. Both films had a lot of equal plot points, such as a high body count, ordinary people responding heroically, and a crisis slowly, then rapidly, getting out of control. *Independence Day* is actually more of a disaster movie than a science-fiction film.

Were you ever under any pressure to do an *Independence Day* sequel?

Dean Devlin, my coproducer, and I are constantly talking about it. We've come up with a good idea, but it's hard because the first one stands alone by itself. It might be fun to revisit the characters 20 years later and rebuild Earth. Everybody always misunderstood the film. It was about a king going into the fight and leading the people—his knights—into battle against a seemingly invincible foe. I see Will Smith as possibly the president if we do it again, an active chief executive who takes charge in the attack. I guess I can say it now, but the film's financiers never wanted Will to star in the movie. I can't tell you the reasons, other than they thought he was just a television actor. You'd be surprised how many stars the studios haven't wanted for my films that I had to forcefully fight the executives to approve.

How hard is it today to get audiences to accept a film like *2012*, when this year alone the world has experienced almost every natural disaster?

When disaster films are done right they are incredibly successful, because everyone on the planet has experienced some kind of natural disaster. With the whole climate change going on, the disasters will only be getting bigger and the disaster films will then have to get bigger so they are believable.

What was your worst-reviewed film and, in retrospect, were the criticisms justified?

Godzilla. The critics were only half correct. I now meet a lot of people who were six at the time and told me it was their favorite film. We made a mistake hiding the monster in the pre-publicity and then unveiling it with the film. Audiences were taken aback by the thing that just didn't look like the legendary monster. The movie couldn't live up to its hype and it wasn't scary enough.

Did Mel Gibson display any bad behavior when you directed him in *The Patriot*?

Not at all. He was the most professional, nicest man I ever met. Yeah, he was a little crazy once in a while, but more in a joking way. Mel was never in his trailer, and instead played Scrabble with his makeup person until it came time to do a shot. I was nervous because I think he's a great director.

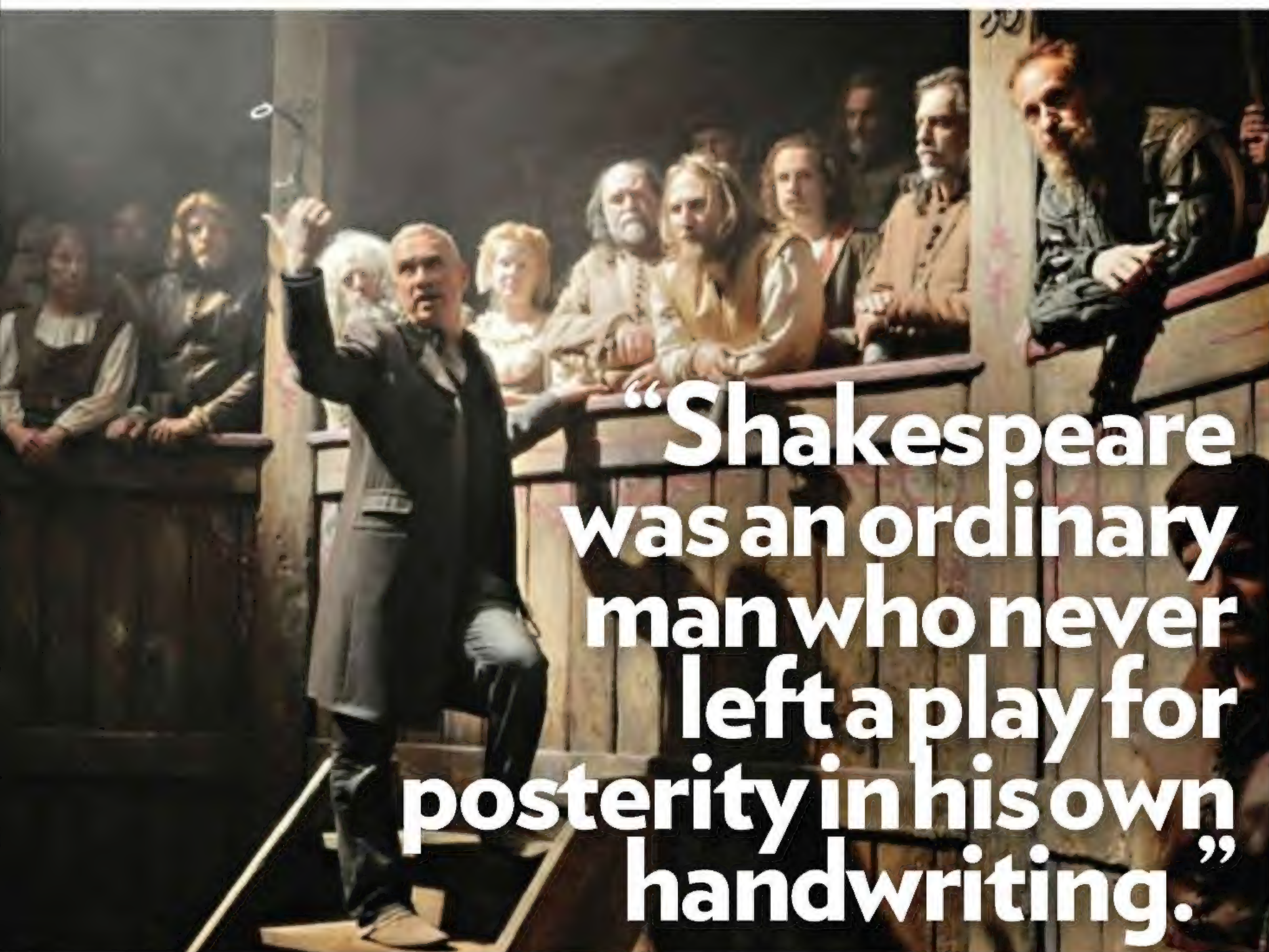
I was always worried he'd try to direct himself, but instead all he wanted to know was where I wanted him to stand and where I wanted him to walk to. He amazed me in that he was always joking with the crew and then the next moment, on cue, he could cry for the camera.

where you can learn something from the story and direction. Most of the type of films you asked about are done by committee, and the general result is, you can't tell them apart.

How can Hollywood make better pictures?

to make and market, do you ever ask yourself, *What if this film fails?*

I ask myself that all the time. That's the downside to making blockbuster films—the fate of the studio always seems to be riding on your picture. It's like the whole studio could fail that summer, which is a lot of responsibility



for any filmmaker. You should listen to the studio, but then trust your own instincts to make the movie you want to make. I haven't made a film that's lost money yet. Knock on wood [*gently hits the side of his head and smiles*]. Hopefully this won't jinx *Anonymous*.

Emmerich on the Anonymous set; Joely Richardson and Jamie Campbell Bower in Anonymous.

What's your favorite on-set story?

I cast Jaye Davidson [of *The Crying Game*] as the powerful Egyptian god in *Stargate*. He had just been nominated for an Academy Award and was kind of difficult. At the end of the film, we shot a flashback scene where he was dressed only in a loincloth, which is what he was wearing when his character got abducted. He had a weird necklace around his neck because he had nipple rings that he refused to take out. He probably was the craziest actor I've worked with. Jaye was so nervous about meeting Kurt Russell, who was very nervous to meet Jaye because he had heard so much about him. There was a scene where Kurt and James Spader had to kneel before Jaye, who had very long black hair. Kurt and Jaye had never met, so I told Jaye to just go up to Kurt and introduce himself. Jaye walks over to Kurt, who quickly rises off his knees and kisses Jaye on the mouth! Jaye's stunned and quickly walks away. Kurt, who is blind as a bat, comes over to me and asks, "What is Cher doing here?"

If *Anonymous* gets nominated for an Oscar, how will that change your life?

It will probably shut up some of my critics [*laughs*]. Even if it doesn't, *Anonymous* will always be special to me because it shows I've gotten better—some critics might say "Finally!"—at my craft.

Mel did a lot of funny stuff. One day I was waiting for the troops to come charging over the hill after I yelled, "Action!" and local high school cheerleaders, whom Mel had hired, came in waving their pom-poms and yelling, "Happy birthday, Roland!"

I think sometimes when somebody has done something really bad—and I think Mel has said some bad things—other people jump on top of them to try to put them down further. I would go to parties and hear that Mel's a drunk, an anti-Semite, but I personally never experienced that with him.

Do you think Gibson is now unofficially blacklisted in Hollywood?

I really don't know. Mel is such a talented man. Ten years from now, you watch, he'll make a movie that will blow people away, and people will ask themselves why they didn't hire him.

Do you think Hollywood is making too many sequels, reboots, and comic-book-based movies?

Definitely. They are destroying film as an art form. I don't watch those movies unless three or four of my friends say I should see a particular film. I like smaller independent films

The Hollywood system has to crash. It has to experience a change like it did in the late sixties when *Easy Rider* and *The Graduate* came out. People back then wanted to see movies about America and the rapidly changing world around them, made by risk-taking filmmakers. That revolution lasted a little over a decade, and now it's time to revisit that style of filmmaking.

Why isn't there sex or nudity in your films?

I'm basically a private person, and I don't like seeing those things on the screen. That's my conservative German upbringing. It's a fight my parents won.

Could a film like *Basic Instinct* get made today?

Probably, but at a fraction of what the original cost. It would be a low-budget film with no stars. But you can say that about most sexually themed Hollywood-made movies of the past three decades. Today, they only have a chance to get made if they can be done cheaply, and they would sell the sizzle, not the steak.

When you're directing a film that costs more than a quarter of a billion dollars





white lace



Malena Morgan's expressive eyes, spectacular tresses, and gorgeous body are enough to capture anyone's attention, and more than enough to make her a perfect addition to the pantheon of Pets.


Photographs by Mark Lit for Digital Desire



“I know I want
to make love
with a new guy
when I get to the
point that I’m
about to jump
out of my skin
from horniness.
Then I make
the first move.”







"I don't like it
when guys try
to impress me
by flashing their
money in my face.
If a man really
wants to catch
my eye, he needs
to know how to
move his hips."

♀ MALENA MORGAN
NOVEMBER 2011 PENTHOUSE PET OF THE MONTH

THE BIG RIP











MALENA MORGAN
NOVEMBER 2011 PENTHOUSE PET OF THE MONTH





Vital stats:

34-25-34; 5'8"

20 years old

Hometown:

Bradenton, Florida.

Favorite thing about your hometown:

The different beaches. The view from the western coastline of Florida at sunset is breathtaking.

Your dream vacation:

A trip all around the world. Cruise here, fly there, backpack over there.

Your dream job:

If I could be successful, I would design gift wrap. Random, right?

Favorite food:

Chicken quesadillas.

Favorite drink:

Frozen Margaritas.

Favorite music:

Dubstep, reggae, and everything in between.

Favorite TV show:

Family Guy.

Favorite movies:

Donnie Darko, Pleasantville, and Sin City.

Favorite sport:

Skimboarding and longboarding.

Favorite way to work out:

Belly dancing.

Favorite way to relax:

Lying on a soft blanket in the sand, watching the clouds roll by.

Favorite fantasy:

I want to be part of a huge lesbian orgy.



“The biggest disadvantage of being attractive is being treated like a piece of meat. I hate that! On the plus side, people pick things up for me when I drop them.”





“The best sexual experience I’ve ever had was a threesome with my boyfriend at the time and his best friend’s girlfriend. It was awesome!”

Available This Month!

PENTHOUSE™ DVD

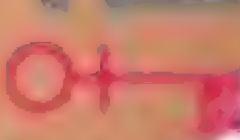


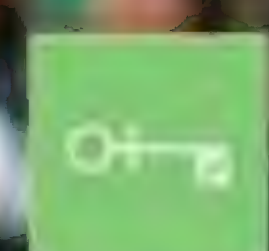
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NICKI HUNTER

SIENNA WEST IN
YOUR MOM'S HOT

YOUR MOM'S A
COUGAR



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It takes guts to train for a race. It just takes gut to gorge on burritos, doughnuts, burgers, and beer. And if you have both, you might be cut out for a new breed of race that combines epic eating with distance running. Don't forget to bring a barf bag!

By Kara Wahlgren

Fifteen-pound burgers, ten-pound cheese steaks, seven-pound burritos, five-pound pancake stacks, four-foot pizzas—name a food, and there's bound to be a restaurant somewhere that will serve you a comically outsize version of it. Choke it down, and you'll likely earn your mega-meal for free and your photo on their wall for posterity. Love sushi? Conquer the Godzilla Roll at Sushi Delight in Lomita, California, which contains six pounds of seafood; you have one hour to finish. Still have room for dessert? Suck down a six-pound milk shake at Chick & Ruth's Delly in Annapolis, Maryland, one of the eatery's four eating challenges. If you're in the mood to overindulge, such double-dog dares are a dime a dozen; chances are there's a place

near you that will reward you for scarfing down something until you're ready to explode.

But these challenges all have one thing in common—they typically end with the competitor sprawled in his chair, pants unbuttoned, groaning in bloated agony. (For reference, see every single episode ever made of *Man v. Food*; we feel a little nauseated just watching that guy get the meat sweats.) Call us jaded, but that doesn't seem like such an accomplishment—it sounds like the same “feat” we've pulled off countless times at Thanksgiving dinners, hotel breakfast buffets, and all-you-can-eat taco nights at the local Mexican dive. Anyone can eat till they puke—we say you haven't really demonstrated your overeating prowess until you've wiped off your chin, laced up your sneakers, and sprinted a few miles with a belly full

of grease. Here are five places to put your gag reflex to the test—because running on empty is for suckers!

THE IDIOTAROD

What: As its name suggests, the Idiotarod was loosely inspired by the Alaskan Iditarod—except it's three or four miles instead of 1,150; in lieu of a dogsled, the competitors pilot “borrowed” shopping carts; and the dogs have been replaced by teams of four or five intoxicated humans. To ensure that intoxication, race checkpoints are set up at bars along the route. After chugging a few beers at each stop, runners can expect to be pretty sloshed and sore by the end of the race. That's okay, because peak athletic performance isn't really a priority here. Winning is generally frowned upon, sabotage is usually acceptable, and prizes are awarded for creativity.

When: Varies.

Where: Varies. Previous locations include San Francisco; New York; Asheville, North Carolina; Phoenix; Ann Arbor, Michigan; and Seattle. There's no official sponsor, so you'll need to do some Googling to find upcoming events.



■ BIG MAN RUN

What: This annual charity race is open to men with a few extra pounds and the fundamental belief that hot dogs and beer can improve any sporting event. Competitors are required to meet a 190-pound minimum (yes, there's a weigh-in). The six-mile course includes stops at three local saloons; runners must consume a hot dog and an eight-ounce beer at each stop. The best part? Buying an economy-size bag of franks basically gives you the green light to brag that you're in "race training."

When: June.

Where: Worcester, Massachusetts.

■ KRISPY KREME CHALLENGE

What: It's rare that you can eat an entire box of doughnuts without feeling guilty—and that alone is reason enough to enter this contest at North Carolina State University in Raleigh. The competition started as a college dare in 2004 and has been an annual campus tradition since 2006, but it's not just for students—the event is open to all, and the 7,500 available spots fill up quickly. On race day, participants line up at the campus bell tower, run two miles to the Krispy Kreme store, eat a dozen doughnuts, and run back. (Krispy Kreme isn't an official sponsor, although the store presumably gets a heads-up that 90,000 donuts will be needed.) Contestants can register as "challengers," who attempt to complete the race within an hour, or as "casual runners," who resign themselves to the fact that they can't possibly eat that much or run that far. If you're not convinced two miles is enough to atone for 2,400 calories worth of doughnut glaze, then do it in the name of charity—the 2011 event raised more than \$100,000 for the North Carolina Children's Hospital.

When: February.

Where: North Carolina State University in Raleigh.

■ THE DOUGHMAN

What: This race is a lot like an Ironman triathlon—if you make the course a lot shorter, split the work between four people, and have everyone binge (but not purge) before starting their leg of the race. Teams complete an aquatic leg, a biking leg, and two running



legs, with each preceded by a heavy meal at a local restaurant—fattening fare has included juicy burgers, overstuffed BLTs, a plate of chilaquiles, and goat-meat-sausage sandwiches. (Inner tubes are usually involved in the aquatic leg, because race organizers obviously remember their moms' warnings about swimming immediately after eating.) According to the official rules, vomiting is "strictly discouraged,"

but we're assuming that rule gets broken pretty often.

When: May.

Where: Downtown Durham, North Carolina.

■ BURRITO MILE

What: Some high school kids sell candy bars to raise money for charity. Others invent a freakin' awesome new sporting event. Students at Walter Johnson High School in Bethesda,

Maryland, came up with the Burrito Mile, which is exactly what it sounds like—participants eat a Qdoba burrito and run a mile as fast as they can. If that sounds too easy, consider that the current record is just over 6:15 minutes, and that includes eating *and* running. There's also a "4x8urrito" relay in which each member of a four-man team eats a burrito and sprints a half-mile. (If you're not the team-spirit type, you could always attempt to break the record held by Greg Wegner, who ran the relay *by himself*, eating four burritos and running two miles in just over 51 minutes.) The race has become a local tradition, with this year's event raising more than \$1,800 for the Leukemia and Lymphoma Society, and similar races have been started in other locales. *Mmm*, karmic burritos.
When: February.
Where: Bethesda, Maryland.

MAKE YOUR OWN CHALLENGE

If you want to try your hand at speed-eating athletics, but can't wait for the next official race to roll around, just mix and match one item from each column. Hell, you can even donate money to charity when you're done. Easiest ... sport ... ever!



Eat a dozen-egg omelet

Eat an entire pizza

Drink a six-pack of soda

Eat a big bag of potato chips

Eat an entire tray of brownies



Sprint around your block

Hike five miles

Take a Spinning class

Bike ten miles

Run a 5K



Essential Social Skills

When you were young, life was simple. Your days revolved around eating, sleeping, and pooping. Then you got a bit older and life's pleasures, and also its complications, came into play. What's a guy to do when faced with those myriad awkward social situations—like the transfixing horror of having to stand up and give a toast at a wedding—that keep popping up like nightmarish, pound-of-flesh tollbooths along the highway of life?

Here is a quick guide with info from leading experts on how to ...

By Steve Shawn ❖ Illustrations by Tom Richmond

1. STAY FRIENDS WITH FRIENDS WHO ARE DIVORCING

You used to like Billy and Sue. They were an integral part of your and your partner's movie nights, kids' parties, and weenie roasts. Now Sue is having Bill's weenie roasted. Can you avoid picking sides and still be friends with both? "It's a lot easier if friends are divorcing amicably," says Russell Wild, financial-planning expert and author with his ex-wife of *The Unofficial Guide to Getting a Divorce*. Some guidelines:

Stay neutral. Darlene Zagata on eHow.com advises. Don't offer counsel on the divorce itself. If either member of the couple talks about the divorce, listen, but be careful not to take sides. Doing so will only come back to haunt you when word gets back—as it inevitably will—to the other partner.

Don't be a go-between. You can't be a conduit if you ever want to be friends with either one again, notes Zagata. You'll always be associated with a painful part of their life, whether they get back together or not.

Spend quality time. If you really want to be friends with both, make time to be with each one separately, suggests Zagata. Do lunch or a movie. Show your interest and concern by being a good listener. (Do *not* have sex with her, even if you've always wanted to.)

Ask some questions. Wild and his ex lived close to each other and stayed friends; they weren't uncomfortable in each other's company, yet people often assumed they would be. "If you're having a party and want to know how they feel about seeing each other there, just ask," says Wild. "You shouldn't assume they're going to cringe if they're in the same setting."

2. WIN AN ARGUMENT WITH ANYONE (EXCEPT YOUR WIFE)

The best way to win an argument is to have the better argument. We can't help you with that. Instead, what we've got to offer are sneaky but time-tested tricks to help you when you're *not* the master of your material. These tactics, from Paul Scrivens ("Scrivs") at ForeverGeek.com, are guaranteed to confound your opponent and cause his argument to run off the rails.

Redefine his terms. Pick on a word used by your opponent and use a different meaning to undermine his argument. Example: He says, "You simply don't understand the mysteries of hip-hop music." You answer: "If it's mysteries you're talking

about, I want nothing to do with that."

Use his own beliefs against him.

If your opponent is a member of an organization, point out the most extreme positions of that organization—something that, taken out of context, can be made to seem ridiculous.

Raise his blood pressure. If you see your opponent start to get angry, encourage it. An angry person is liable to say something in a rage that undermines his argument.

Back him into a corner. Think of instances in which his own actions are

inconsistent with his proposed beliefs.

Categorize. Don't like what he's arguing? Counter with "That's superstition!" or "That's bigotry!" both of which are guaranteed to fluster an opponent.

Use irrelevant comebacks. According to humorist Dave Barry, some excellent choices are: "That's begging the question," "You're being defensive," and "What are your parameters?" He points out, "That last one is especially valuable. Nobody, other than mathematicians, has the vaguest idea what 'parameters' means."



3. MAKE A WEDDING TOAST

A wedding toast should seem effortless. Making it breezy, inspiring, and off-the-cuff-sounding, however, takes a bit of work. But look, you've been asked to be best man for a reason. You care about the guy, right? In the days or weeks leading up to the wedding, think about his positive attributes and, if you know her, the bride's, too. Write stuff down. Here's your outline:

Say who you are. If you're not known to at least half the group, you need to start by identifying yourself. Say your name and describe how you know the groom, according to Susan Breslow Sardone, writing on About.com.

Make eye contact. Talk about what a great guy he is and how awesome it is that they got together. Do this while looking directly at the bride and groom. "Act like they're the only ones in the room," says hypnotherapist Frayda Kafka.

Be specific. Rather than just blather on about his kindness and generosity, describe a few specific incidents which reveal said traits, writes Breslow Sardone.

Be careful with the jokes. If you're a good joke-teller (see item No. 6), it's okay to lighten up your talk with a warm-hearted quip. Avoid telling that hilarious anecdote about the naked bimbo in the hot tub. Also avoid irony and sarcastic humor.

Keep it short. Your whole talk should be no longer than five minutes. "This isn't about your oration skills; it's about the happy couple," says Kafka. Practice it a few times in the days leading up to the event.

Drink lightly. Consume no more than a single glass of champagne before giving your talk, cautions Breslow Sardone. But do have a glass in hand or at the ready because you'll want to ...

End with a toast. Conclude by raising your glass and wishing the happy couple many wonderful years together.

4. GIVE A EULOGY AT A FUNERAL

Your job is the job of a novelist, to take the raw clay of a life's random events and activities and form it into a meaningful sculpture.

Do your homework. Speak with the members of the family of the deceased. Collect their favorite memories, suggests registered nurse Angela Morrow, writing on About.com. Don't forget to include your own memories, too.

Create a logical sequence. The typical eulogy tells the story of a life in chronological order. Start with childhood.

Paint a picture. As with wedding toasts (see No. 3), use specific

incidents or quotations to tell the story of who the person was.

Humor is okay. Funerals are such somber occasions that a light joke can actually go over well. "Tell something funny about the guy," says Kafka. This is doubly true if everyone knew the deceased as a jokester.

So are tears. If you're moved, you may break down a bit. "Accept it," writes Tom Chiarella in *Esquire* magazine. However, don't let your emotions take over. Bottom line: This isn't about you.

But do avoid poetry (unless you committed the poem to memory), famous quotations, impressions, or songs, suggests Chiarella.

6. TELL A JOKE

To those who say, "I just can't tell a joke," or, "I'm not funny," we say, "Wrong!" Anybody can tell a joke. The key error most bad joke-tellers make is not preparing, according to Larry Getlen, author of *The Complete Idiot's Guide to Jokes*. Why are you not funny? Probably because your joke starts out with "This guy, uh, no, this dwarf—or really more like a midget—walks into a bar ..." Getlen's best tips are:

Practice, practice, practice.

Memorize the story verbatim, and don't tell it until you can do so without saying the words "Um," "I mean ..." or "Wait ..."

Find your rhythm. After you get the words perfect, say the joke out loud in front of a mirror. Look for places to pause for emphasis. Never rush it.

Make eye contact. Don't look up, down, or sideways, or close your eyes as you struggle to remember the words. You did memorize it, right?

Don't make promises you can't keep. Never start off by telling the audience how funny the joke is. Also, don't do an accent unless you can do it perfectly.

Smile. Deliver the punch line with a broad grin. Smiling and even laughing (short of hysterical, uncontrolled laughing) is infectious.

7. SHUT SOMEONE UP (WITHOUT CAUSING A SCENE) WHEN THEY MAKE A RACIST OR OTHERWISE OFFENSIVE JOKE

When someone says something horribly inappropriate, you, the listener, are in a bind—particularly in the workplace, where you would probably prefer to maintain a good working relationship with the person making the offensive remark.

It may seem like the right choice,



5. VISIT SOMEONE WHO'S VERY SICK OR DYING

A dear friend with whom you've shared good times and bad is near the end of the line. Truly, a part of you is dying, too. (This is the same guy who was in the hot tub with the naked bimbo, maybe.) So, before you visit, spend some alone time sorting through your own thoughts. Consider these suggestions from Dr. Alan Wolfelt, Director of the Center for Loss and Life Transition in Fort Collins, Colorado:

Relax. You're already giving him a gift just by being there.

Listen. Take your lead from what he says. Does he want to talk about his fears, or does he just want to joke and remember the old days? It's his call. Don't force things to be either too serious or too light.

Study up. Before you go, bone up on his illness. This is not in order to give him advice, Dr. Wolfelt points out, but rather to enable you to be a better listener if he wants to talk about his disease.

Be careful with empathy. Probably the worst thing you can say to a dying person is, "I know how you feel." Yes, we're all gonna die, but you really have no idea what it's like to face imminent death. What you do know: You love him; you're going to miss him. Say that.

Need to take the car keys away from someone who's drunk? Create a distraction. Try the old "Hey, look over there" trick. Then steal the keys.

but you shouldn't try to directly confront them about being racist, says Carmen Van Kerckhove, president of the diversity-education firm New Demographic. When you criticize someone, especially in front of other coworkers, you've made an enemy for life. Plus, you haven't taught him anything. Instead, according to Van Kerckhove, you should:

Play dumb. Look the smart aleck in the eye and say, "I don't get it." He'll say, "What do you mean?" Continue with, "I don't see what's supposed to be funny about what you said." Add, "That's just a stereotype, isn't it?" If the jokester is really dumb, he'll try to explain himself: "You know, all stereo-

types have some truth to them."

Your answer: "So you really believe all Koreans are good at math?"

Keep it friendly. Maintain the wide-eyed, slightly-confused-but-eager-to-have-the-matter-elucidated look. Keep asking innocent questions and refusing to buy the logic of the joke. Eventually, the jokester, flustered, will walk away, saying, "Uh, never mind."

Make your point. The beautiful part is, by feigning ignorance, you get to put all the ugliness of the comment out for display, without openly confronting the guy. He'll for sure avoid such wisecracks in your presence in the future, and he may have even learned a lesson.



9. TELL AN INTIMATE PARTNER SHE HAS BAD BREATH

There's the indirect approach: "Hey, did someone munch a lot of garlic for breakfast?" And there's the direct approach: "Honey, there's something we need to talk about ..."

Neither works. Sorry. You're going to piss her off. Much better to go the anonymous route: Send a Stink-o-Gram from AllTooFlat.com. The recipient will get a perfectly jokey but pointed email from a "concerned acquaintance" that it's time to brush up on her oral hygiene.

8. TAKE THE CAR KEYS AWAY FROM SOMEONE WHO'S DRUNK

It's okay to treat a drunk like a baby. You don't need to honor his dignity. Dispense with the niceties, says David Hanson, Ph.D., professor emeritus at the State University of New York at Potsdam, who specialized in alcohol abuse.

Make a joke. "Hey, you knucklehead. You're not going anywhere near a car in your condition."

Create a distraction. Can you find their keys in their purse, wallet, or coat pocket? Try the old "Hey, look over there" trick. Then steal the keys.

Play a game. Download the app R-U-Buzzed?—free from the iTunes store. Input body weight and a precise list of drinks consumed, and the device will tell you if his (or your) blood-alcohol level is over the legal limit. The app has a handy button that will automatically dial a local cab company in your area.

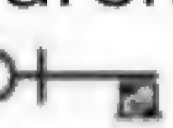


10. DEAL WITH CONCERT TICKETS WHEN SHE BREAKS A DATE AT THE LAST MINUTE

The cost of the ticket is what's known as a "sunk cost," says Russell Wild, president of Global Portfolios, a fee-only financial-planning service in Allentown, Pennsylvania. "The money is spent. Gone. And actually, the cost of the tickets is now irrelevant."

People treat sunk costs in funny ways, says Wild. For example, hanging on to a bad investment—such as a stock that's sunk to unfathomable depths—in the hope of recouping its original cost. There's only one reason to keep a devalued stock: You think it's a good buy at *today's price*.

Back to those tickets: Forget the cost. What do you want to do with them *now*? If the only reason you wanted to go to the concert was to be with this particular girl, then the tickets have no value ... to you. Give them to a friend. If you really love the band, invite a buddy. Depending on how good a buddy he is, decide whether or not to charge him. Remember, it's a *sunk cost*. Just, give him the damn ticket, dude.

Just want the money back? Try StubHub, an easy-to-use, legal site for ticket reselling, or Craigslist. 



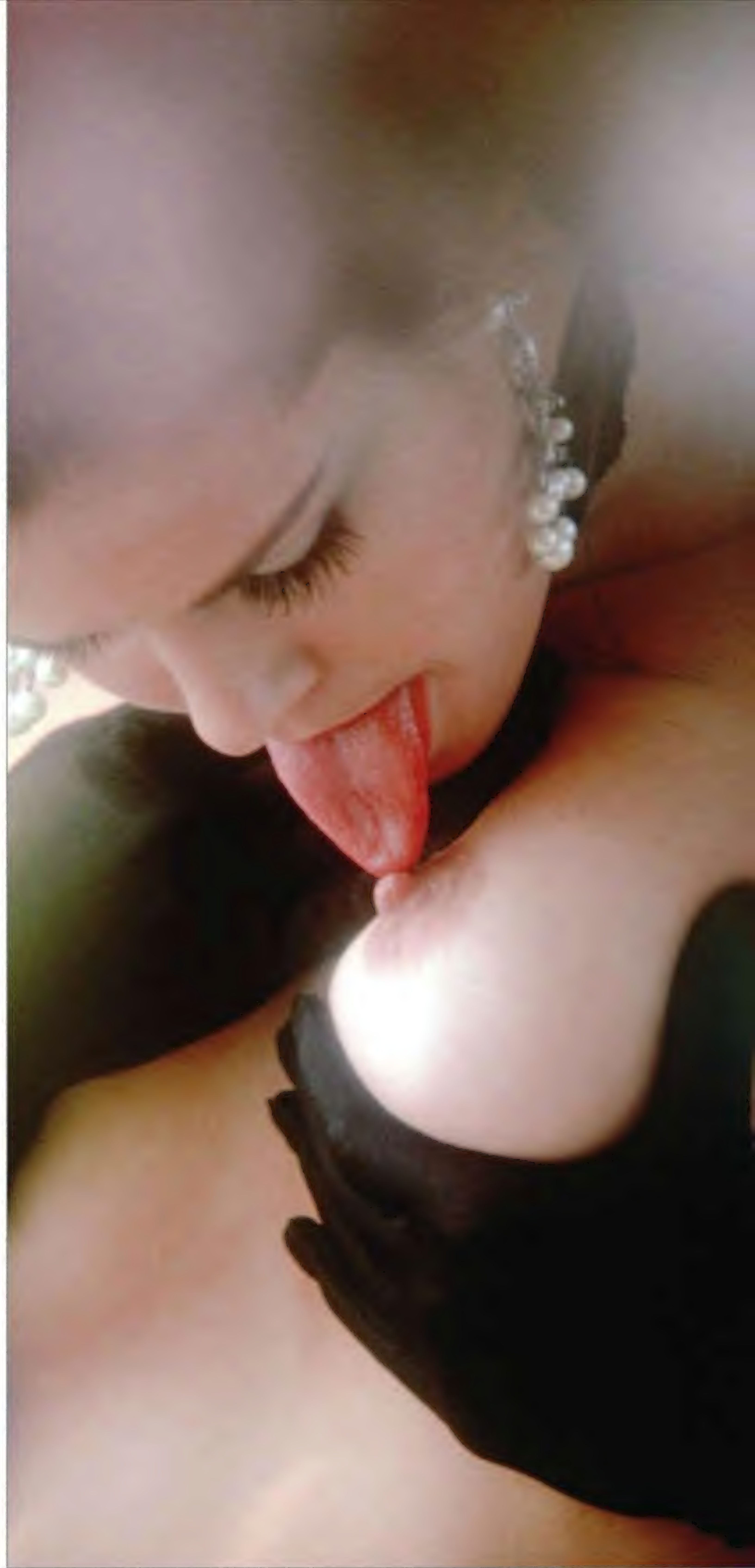
LONE-STAR LOVELY

PHOTOGRAPHS BY BOB GUCCIONE

Tall, tawny Texan Cody Carmack first appeared in these pages in May 1981, when she was 19 but already wise beyond her years. By the time she was crowned our 1986 Pet of the Year, she had gained an unmistakable aura of sophistication that she maintained was due to her change of venue: from deep in the heart of Texas to the bosom of Manhattan's elegant East Side. "It sounds like a radical departure," the ebony-eyed enchantress said, "but I feel more at home up North than I did down South. People are much less conservative, far more tolerant and worldly."







The newly crowned 36-24-36 Pet of the Year told us, "For four years I wished and prayed for this, but I've also worked for this, and now it's all come true! And after all that Bob Guccione has done for me, the least I can do now is look and act my best throughout my reign."



The Guccione Years: January 1986



"I'll always stay the way I am," the appealingly unaffected beauty said, "but I guess I *will* indulge in a few more shopping sprees." True to her Texan heritage, Cody was an excellent horsewoman who rode often in Central Park. "I'd like to see a mugger outrun me on horseback," she said with a laugh.

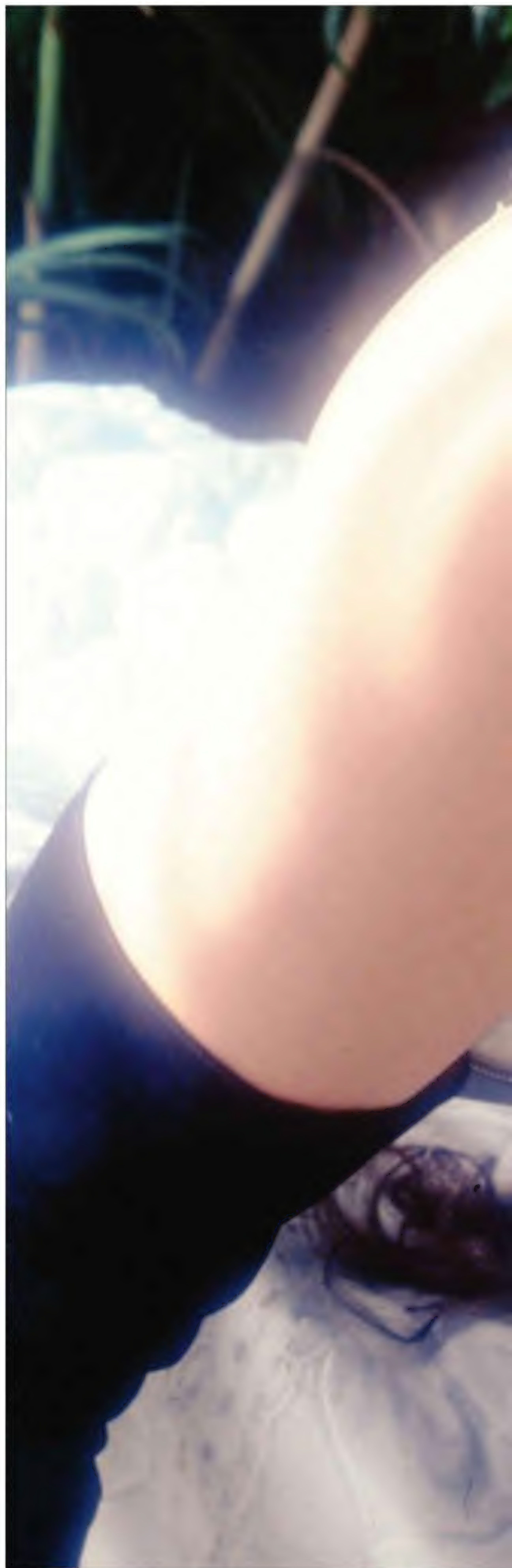




The Guccione Years: January 1986



Another of Cody's favorite pastimes was visiting Manhattan's art museums, observing how famous masters have depicted female beauty through the ages. "They should hang my centerfold next to a Rubens," she said, "with a label saying 'BY MODERN MASTER BOB GUCCIONE.'"







The Commish

Talking virtual pigskin with Steve Rannazzisi, who plays Kevin—Chicago district attorney and obsessive fantasy-football-league commissioner—in FX's hit comedy *The League*.

By John Bolster

The critically acclaimed FX comedy *The League* revolves around five friends and their fantasy-football obsession, detailing how the game takes over their lives, intrudes on their jobs, and disrupts their relationships.

In other words, it may as well be a documentary.

Well, a documentary with a much-higher-than-average laughs-per-minute ratio, that is.

As *The League*'s third season launches this month (and season two comes out on DVD), we spoke to Steve Rannazzisi, stand-up comic and former cast member of MTV's *Punk'd*, who plays Kevin, the most grown-up—or, more accurately, least immature—character on the show. He told us about the unique way episodes are constructed, the NFL-player cameos lined up for season three—as well as two by some big-name comedy stars—and the time he got up-close-and-personal with ... Taye Diggs.

If the lockout had disrupted or canceled the NFL season, would you guys have incorporated that into season three, or just progressed as if there were still football?

If the whole season had been canceled, we would have dealt with that. I think we would have explored

what happens in America when there's no football—how do these guys deal with it?

Did you play fantasy sports before joining the show?

I played in a league with my high school buddies for about three years. But everyone else on the show was kind of a fantasy-football virgin—except for our creator Jeff Schaffer, who was pretty well-versed in it.

So the cast members who didn't know fantasy before must have had to bone up to sound authentic.

What we did was, right away we started a league amongst us. We had the six people on the show—myself, Nick Kroll, Paul Scheer, Jon Lajoie, Mark Duplass, Katie Aselton—and then our creators, Jeff and Jackie [Schaffer]. It was an eight-team league, and we got into the terminology and everything, and these guys got *into* it. Katie was reading books like *Fantasy Football for Dummies*, and she actually ended up winning the [cast-member] league the first year we did the show. Then last year, Jackie Schaffer won it. So we've had two years and two female winners. It's very frustrating how easy they made it look.

Speaking of the women on the show, they gave you guys some unaccountably hot wives and girlfriends.

They did! Nadine Velazquez plays Ruxin's wife—she's beautiful. And the lovely Leslie Bibb was on last year, as Pete's ex-wife. The beautiful Katie Aselton plays my wife. That's tricky sometimes because in real life she's married to Mark Duplass, who plays Pete. It's a little weird to kiss some dude's wife when he's standing four feet away from you.

The show has yielded a lot of memorable phrases. Can you tell our readers about "vinegar strokes"?

Vinegar strokes came up when we were talking about what awful faces people make when they're about to come. I think Jeff Schaffer said, "Have you ever caught yourself in the mirror? It looks like someone's holding a teaspoon of vinegar underneath my nose." So the vinegar strokes are when you're at that point of no return, where, no matter what, you're not stopping, and you get that face.

There were cameos from NFL players in the first two seasons. Who can we expect to see in season three?

In the first episode, there will be two NFL cameos—from Maurice Jones-Drew and Sidney Rice. And we're having two big comedy stars on this season, Mr. Seth Rogen and *SNL* vet Will Forte.



"People really gravitate to the fact that we sound like real people—real dudes, and the way real people talk."

***The League* is described as being "semi-improvised." How does that work?**

Jeff Schaffer and Jackie Schaffer come up with some ideas, and then they write a very detailed outline. The crux of the show is in these outlines, but in each scene, there are no specific lines.

That's a lot of improvising, then.

Yeah, it's very organic, the way we shoot the show. I think that comes across, because people really gravitate to the fact that we sound like real people—real dudes, and the way real people talk.

So you have multiple takes and you shape the show from those?

Right. We keep the camera rolling. We'll film the rehearsal and we'll find


some nuggets here and there, and then before too long—two or three takes in—we'll go, *All right, that's funny there, and then you say that.*

Then the digital technology allows you to patch things together.

It does. The magic of these kind of shows—our show, and *Curb Your Enthusiasm*—is in the editing. It really is. We spend a lot of time on set—and everyone on the show is a really great improviser—but those guys have to sift through a lot of crap to get to the really good nuggets, and they do a phenomenal job.

Speaking of improvising, what was your favorite prank from

your time on *Punk'd*?

I have two. The first one I ever did, with Tracy Morgan—who flipped out after we pretended to tow and smash the windows of his new Jaguar—and then one with Taye Diggs. With Diggs, I played a doctor and he was coming in for a medical exam because he was going to Africa to shoot a movie. The thing we had on him was, we knew that he was petrified of needles. I put him through one of the most horrible physicals you could imagine. I was touching him inappropriately, I took his shirt off *for* him, I made fun of him, I told him to clip his toenails, I ridiculed him, I was sarcastic toward him—and he took it all because all he could think about was that needle at the end. His reaction was just pure joy when Ashton came out; it was really funny. 



Golden Girls

*The crème de la crème of the nation's exotic dancers
enthralled crowds at the Penthouse Club New Orleans
during the annual Gold G-String Awards.*

By Keith Michael ♦ Photographs by Sally Asher

DAYS AFTER MARDI GRAS STUMBLED TO A CLOSE, ANOTHER PARADE turned heads on New Orleans's Bourbon Street. Mina Harker, Jazelle Knight, and Tara Dega sashayed down the center of the nation's most famous party street in bright wigs, tall boots, and almost-ass-baring skirts, bound for the Penthouse Club. "The traffic was congested so we were like, 'Let's attract some attention,'" Mina said. "We ran a gauntlet of horny men down Bourbon Street." Once the ladies got to the Penthouse Club, they—along with six other sexy sirens—competed in the Saturday-night finale of the 2011 Gold G-String Awards, the annual invitation-only exotic-dancer competition that showcases the top talent in the country.

As is the case every year, it was standing room only for all four nights of the competition, but the audience at the finale was especially boisterous. Nine contestants and special guest Rachelle Laree, the 2009 Gold G-String winner, turned on the charm in performances that were both tantalizing and titillating for the enthusiastic crowd and a discerning panel of judges.

Jenny Lynn, this year's overall winner, saluted the golden era of Bourbon Street burlesque in a bob wig, tuxedo jacket, corset, bow tie, elbow-length



Jenny Lynn





Shay Lynn

gloves, and a bow positioned primly on her ass. A natural talent, she was polished, playful, and classy as she twirled a black cane during “All That Jazz.” Jenny said, “If any city was going to appreciate this performance, it was New Orleans. I love the music. It’s seductive, sensual, and classic. It’s a striptease without going over the top.”

Krystle Cummings, who competed for the first time in 2010, returned with an Egyptian-themed show and a new pair of “pyramids,” and earned herself a Silver G-String. As she told us, “I got my Cleopatra on. In the stripper world, Cleopatra is blonde.” During her performance, Krystle dropped into a split, clamped the head of a lucky guy between her legs, and spanked him. Later, she smeared glittering gold paint on her ample new chest and imprinted a T-shirt as a one-of-a-kind souvenir, as well as took an onstage sponge bath that could have brought both Julius Caesar and Marc Antony to their knees.

Jazelle Knight, who won this year’s overall Bronze, grew up infatuated with James Bond. “That’s been the core of sexy since I was little,” she said. The Sean Connery fan emerged as a suave and sexy 007, but soon transformed into Octopussy. She’s an all-natural talent with a gymnastics background, so she demonstrated some serious skill on the pole. As she put it, “Being able to do moves that apply gymnastic ability is a big plus.” At another point in her show, two guys used squeeze bottles to hose down Jazelle’s tits and ass to “The World Is Not Enough.” Contrary to what the song says, Jazelle just might be.



Skylar Rae



Gia Nova

It was standing room only at the Gold G-String Awards, and the audience and judges were treated to erotic exhibitions from the nation's top ecdysiasts.

Other finale highlights:

Gia Nova strutted in a *Victor/Victoria*-inspired outfit that was half tuxedo, half red-sequined dress to “Girl, You’ll Be a Woman Soon.” She quickly revealed herself to be all-woman in a corset of black leather and frilly lace. “I do my own costumes and props,” Gia said. “I’m a nerd.” Hardly—she shot sparks from her steel panties with an angle grinder while hanging upside down from a trapeze, and concluded the spectacle with a bubble bath.

Richelle Ryan rocked a red cape and short skirt, then fought off a randy big bad wolf, only to transform into a “she-wolf” after being bitten. Richelle also redefined “milk jugs” when she seductively poured milk on her tits. “I was always obsessed with Little Red Riding Hood,” she told us. “It was my favorite storybook, so I had to do it.”

Skylar Rae’s Cinderella was clearly not Disney-approved. She chopped up her own wedding dress to make her costume (suffice to say, the marriage had ended). She was the most athletic entrant, walking on her hands and executing a somersault before demonstrating her ability to make her ass cheeks gyrate independently of each other.



Tara Dega

Shay Lynn arrived onstage sporting a pink top and poodle skirt in a toy convertible blasting “Greased Lightning.” It’s easy to explain her popularity as a performer; based on her pole work, she’s made of rubber. At one point, Shay hung upside down, supported by a single, shapely leg. She thrilled the patrons when she buried her face in a female audience member’s cleavage, then concocted a sundae on her own tits, complete with whipped cream and chocolate syrup.

Tara Dega, not one to be outdone, dropped her own retro costume, a black frilly Barbie skirt, to “walk on air” high up on the pole. After smearing her chest with hot candle wax, she cleaned up with a captivating bath in a wading pool.

Mina Harker, against all odds, made *A Nightmare on Elm Street*’s knife-fingered, fedora-clad villain Freddy Krueger appealing, offering as explanation, “Why can’t Freddy be sexy? Elvira was a creepy bitch, but she was hot. She goes bump in the night.” Mina made Freddy work for her, stroking herself with her faux blades to Marilyn Manson’s haunting “Sweet Dreams (Are Made of This).” The former Dumpster diver who sports a tattoo of a zombie heart is now an exhibitionist with a body well worth exhibiting. She also pulled up a guy’s shirt and squirted a red-glitter solution on his chest, drank a swig of his beer, and spat it at him. “He couldn’t have been happier about it,” she said later with a laugh. “I fuck with people so hard onstage. It’s probably my favorite thing to do. But it borders on sadistic sometimes. I’ve always been weird and offbeat. I’ve always loved horror movies. And I’m a huge videogame nerd.”

The Trophy Case

Best Entertainer

Gold: Jenny Lynn

Silver: Richelle Ryan

Bronze: Gia Nova

Best Magazine Model

Gold: Krystle Cummings

Silver: Skylar Rae

Bronze: Shay Lynn

Best Showgirl

Gold: Jazelle Knight

Silver: Tara Dega

Bronze: Mina Harker

Penthouse Universe Award

Rachelle Laree

Overall Winners

Gold: Jenny Lynn

Silver: Krystle Cummings

Bronze: Jazelle Knight



Rachelle Laree



Richelle Ryan

As Penthouse Club managers tallied the judges’ scores, Rachelle Laree reprised her jaw-dropping exhibition of hand-walking and back flips from previous years. While balanced on her head, she plucked baseball caps off two guys in front with her toes, spun around, and returned the caps. Backstage, the other women sang Rachelle’s praises. She had personally recruited three contestants, and served as den mother. “They let me into the contest on her say-so alone,” Jazelle said. “They wouldn’t have invited me if it weren’t for her.”

“I just had fun with it this year,” Krystle said after the competition. “After last year I knew what I was in for, so I tried to step up my game. But all the ladies are so amazing.”

Jenny, however, said it was the energy in the club that was “amazing,” then said of the competitors, “Everyone did fantastic. We’re all original in our own way.”

The Gold G-String Awards are held every year the weekend after Mardi Gras. The 2012 contest is scheduled for February 22 to 25. Visit PenthouseClubs.com for info.



[emily & jayden]

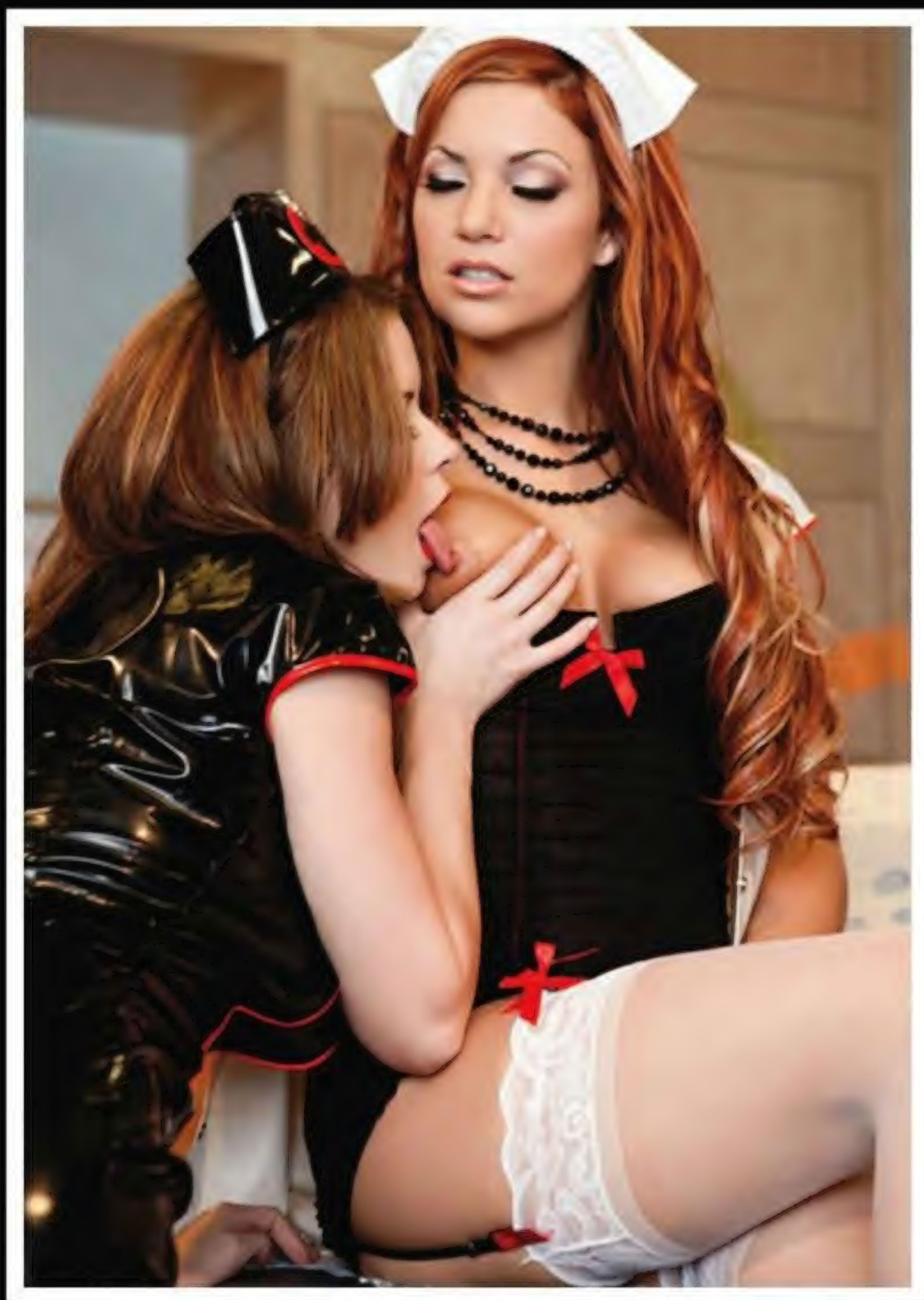
the best medicine

They say laughter is the best medicine, but we can't think of anything more likely to cure our ills than watching nurses being naughty. Pets Emily Addison and Jayden Cole are playing the sluttiest sex kittens on staff, and we get to watch them get right down to business.

Photographs by Penthouse Studios







Emily can't wait to get her hands—and her mouth—on Jayden, but she takes her time and slowly peels away the slinky latex of Jayden's dress to get a dose of her succulent nectar.



Jayden returns the favor, giving Emily a thorough tongue-lashing regimen. After Emily's screaming climax, Jayden moves on to a breast exam.







As each continues to lavish attention on her friend's soft and silky body, they also coach each other through a lesson in self-examination.

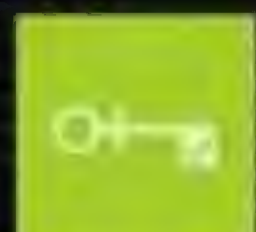




Now it's time for the naughty nurses to be examined by the doctor, so they get themselves in position for a long, hard evening of satiating treatments.



SEE MORE OF EMILY AND JAYDEN AT PENTHOUSE.COM.



[hard news]

A COMPENDIUM OF CARNAL KNOWLEDGE

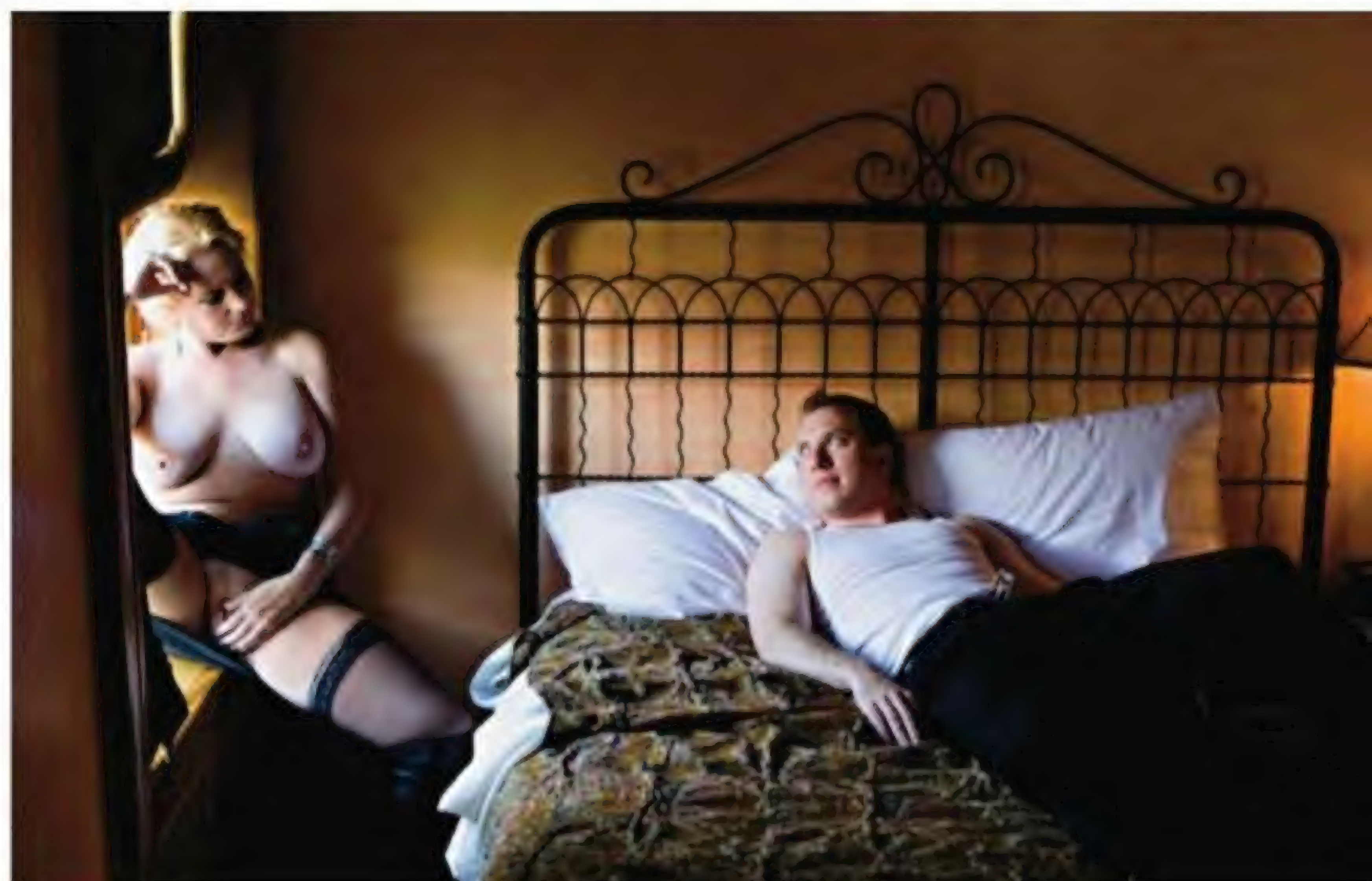


MOTHER OF

REINVENTION

A beautiful 320-page book detailing a blossoming cougar's sexual escapades, from art-house publisher Taschen, is steamy, honest, and even lewd.

By Christine Colby





Liz Earls is living the dream—a really, really dirty dream. Unfulfilled in her life as an overweight, middle-aged, unhappily married mother of two working a corporate gig, she simply crafted a new life for herself. She divorced the husband (whom her kids had moved in with), quit the job, designed a new body through exercise and plastic surgery, and embarked upon a career as an erotic photographer and adventurer.

In her book *Days of the Cougar*, she is the model, star, photographer, and muse all in one, shooting her own sex life with enjoyment and abandon. The majority of her partners are men much younger than herself, but she's ready and willing to try most anything with anybody. Highly sexual and orgasmic, she spends her days either fucking and shooting or planning her next encounters.

"I'm living a life that makes most men very envious and jealous," Earls says. "I do live a man's dream, which just happens to be my dream, too." When *Penthouse* asked Earls about her young partners and red Porsche and whether they are the trappings of a midlife crisis, she said, "Trappings, *hmmm*. A lot of guys who see me feel 'trapped' in their marriages and jobs, whereas I don't feel trapped by anything. I travel when I want, fuck whomever I want, stay up all night and into the next day if I want.... I don't think older people should feel guilty or fear the 'midlife crisis' label just because they want to live a good life."

Asked if she has any sexual advice for other women, she offered, "Make yourself happy, and if you're not sure what makes you happy, experiment. Don't think your life has to take a certain path because of age or circumstance." —A



CARNAL KNOWLEDGE

Whether you're looking for tips to improve your performance between the sheets, answers to a question or two, or help with an issue you can't take to even your most trusted friend, our expert can help. It's time to get schooled.

By Martin Downs, M.P.H.

INDECENT EXPOSURE

I enjoy having public sex whenever possible, and so far I've been able to convince most of my partners to go along with it. It's such a thrill. Only lately, because of one reluctant partner, have I really thought about how much trouble we could be in if we get caught. Is it worth the risk?

You could get into plenty of trouble. Every state in the union has some kind of law against public indecency, or lewdness, or whatever they've chosen to call it. In most states, these offenses are misdemeanors that typically carry maximum sentences of a year in the clink, a fine, or both.

In some states, you could get into really big trouble if a kid younger than 15 (Arizona) or 16 (Florida and New Hampshire) happens to catch you in the act. Then you could face a felony charge and up to 15 years in prison if convicted.

By the letter of most state laws, it's not illegal to have sex in a public place, per se, but it is illegal to be seen doing it. It's the old "if a tree falls in the forest and no one is around" question. Arguably, if you get busy in a fast-food bathroom and no one walks in, then you haven't committed a crime. (One exception I know of is the state of Georgia, which prohibits sexual acts in public places outright.)

Michigan has the nation's weirdest law pertaining to public indecency. If you're charged with indecent exposure, and the court considers you a "sexually delinquent person," the offense is punishable by anywhere from one day to life in prison.

Legal definitions of public indecency can also extend to acts carried out in private places that are on view to the public. In big cities where everyone lives on top of and up against everyone else, I'd think it unlikely that you'd get arrested for "accidentally" leaving your blinds open to the view of a few apartments across the way. But if you turn on all the lights and do it in front of a picture window facing the street, you may very well hear the rap of a baton



on your door in short order.

At the very least, both people involved in an act of public boinking should agree that it's worth the risk. It doesn't matter if you're talking about the risk of a criminal charge or just plain embarrassment. It shouldn't take any amount of convincing to get someone to go along with it. The public sexual encounters I've had weren't planned. They just kind of happened. If you're making plans to sneak around doing naughty deeds here and there, that sounds like an avocation. A graffiti artist, for example, wouldn't want to go around tagging with a nervous Nellie who jumped at every shadow; a street racer wouldn't want to take on an opponent who fretted over her driving record. So you should be doing it with a fellow enthusiast to get the most fun out of it.



BALL-HANDLING TIPS

I'd like to improve my oral-sex technique. How much ballplay should be involved when sucking a guy off?

Lots of ballplay—gentle caresses of the fingers, lips, and tongue—is always appreciated, just as long as it doesn't distract from the main event. Hold a guy's balls like you would a baby bird. Lick them like a soft-serve ice-cream cone. Even the warmth of your breath can be enough to send him around the bend.

Although it can be a little like rubbing your tummy and patting your head at the same time, it's best to play with his balls while sucking his cock. If you stop to lick and kiss, keep your free hand stroking him, and don't let more than ten seconds or so go by without putting his cock back in your mouth.

Some oral-sex technicians suggest popping a ball into your mouth and rolling it around. That can be nice if done perfectly, but more often than not, it hurts. It's the scrotum that is sensitive to pleasurable sensations, and not the testicles. One area that's especially good to focus on is the back of the scrotum, near his anus.

Lots of men these days are shaving their balls, but if your guy doesn't, you're likely to pick up a pube or two in your mouth. It's fine to discreetly remove it. Just try not to gag and go, "Blech!"

Remember that the key word in "ballplay" is *play*. Nothing spoils a blowjob like sensing that it's a chore to your partner. If coordinating too many moves is difficult for you, keep it simple.



■ DON'T EAT ME

My girlfriend says she doesn't like receiving oral sex, and she won't let me go down on her. I thought all women loved getting oral. Is she weird, or what?

The ancient Romans abhorred cunnilingus. They thought it was a most unmanly thing to do. "I never called you a fag," wrote the Roman satirist Martial, who was sort of the Bill Maher of antiquity, "I only said you lick cunt." That attitude carried down basically unchanged through the millennia. Then, sometime between *The Joy of Sex* in 1972 and Lil' Kim's "Don't Want Dick Tonight (Eat My Pussy Right)," society decided that a manly man should be willing and able to satisfy a woman with his tongue.

The problem is that some women still have a feeling that their whole situation down there is nasty. Naturally, they might feel a bit squeamish about someone licking it. Also, not every woman is wired the same way, and to some, it's just not that pleasurable no matter what all the sex manuals say.

You might ask her if there's something in particular she doesn't like about your oral technique. If you're not doing anything technically wrong, she may be one of those women—probably a minority among Americans—who isn't wild about oral sex.

As a member of the generation that grew up savoring pussy, I understand that it's not always about getting her off. To those who love to eat pussy for its own sake, it might be painful to be cut off from it. In that case, you'll have to adjust to the fact that the tables are turned, and that if she lets you go down on her, she's doing you a favor.

■ ANAL TRAINING


My boyfriend wants to have anal sex, and he says the best way to get me prepared is for me to use a butt plug. Should we look for a specific kind, and how long should I keep it in?

Either a butt plug or a dildo will work to prime the ass for intercourse. A butt plug differs from a dildo in that it's not modeled on the shape of a penis. It's more diamond- or cone-shaped, and it has a wider, flared base to keep it from being irretrievably lost in the rectum.

If you're completely new to sticking things up your ass, you might be better off starting with a slender butt plug. Some have a series of increasingly wide knobs, so that you can insert it up to the maximum width that's comfortable, and stop before trying the next wider one.

If you prefer something more penis-like, a dildo is fine, as long as it has that flared base that makes it a dual-orifice toy. One advantage of using a dildo might be that it would instruct you on what angle of penetration feels most comfortable, which will be important when you get to the real butt-fucking. A dildo is also meant to slide in and out, whereas a butt plug stays in place. Ideally, you should try both.

It doesn't matter how long you keep a butt plug in. It's not an ass-stretcher. Using a butt plug or dildo to prepare for anal sex is a process of learning how to relax your anal sphincter to allow for safe and comfortable penetration. Your sphincter is already trained to let things out, but you have to teach yourself to allow things in.

Butt plugs and dildos are made of various materials, including latex rubber, plastic, silicone, steel, and glass. I'd recommend choosing one made of soft silicone for your newbie bum. It's durable, so you can boil it or put it in the dishwasher to disinfect. Silicone toys might be a tad more expensive than rubber toys, however, and you can't use a silicone-based lube with them. Silicone lube will react chemically with a silicone toy and ruin it. 



NIGHT RIDERS

MY HUSBAND JOHN AND I HAVE OFTEN FANTASIZED ABOUT ME FUCKING ANOTHER MAN, BUT I'M A LITTLE SELF-CONSCIOUS ABOUT DOING IT WITH ANOTHER GUY WHILE MY HUSBAND WATCHES.

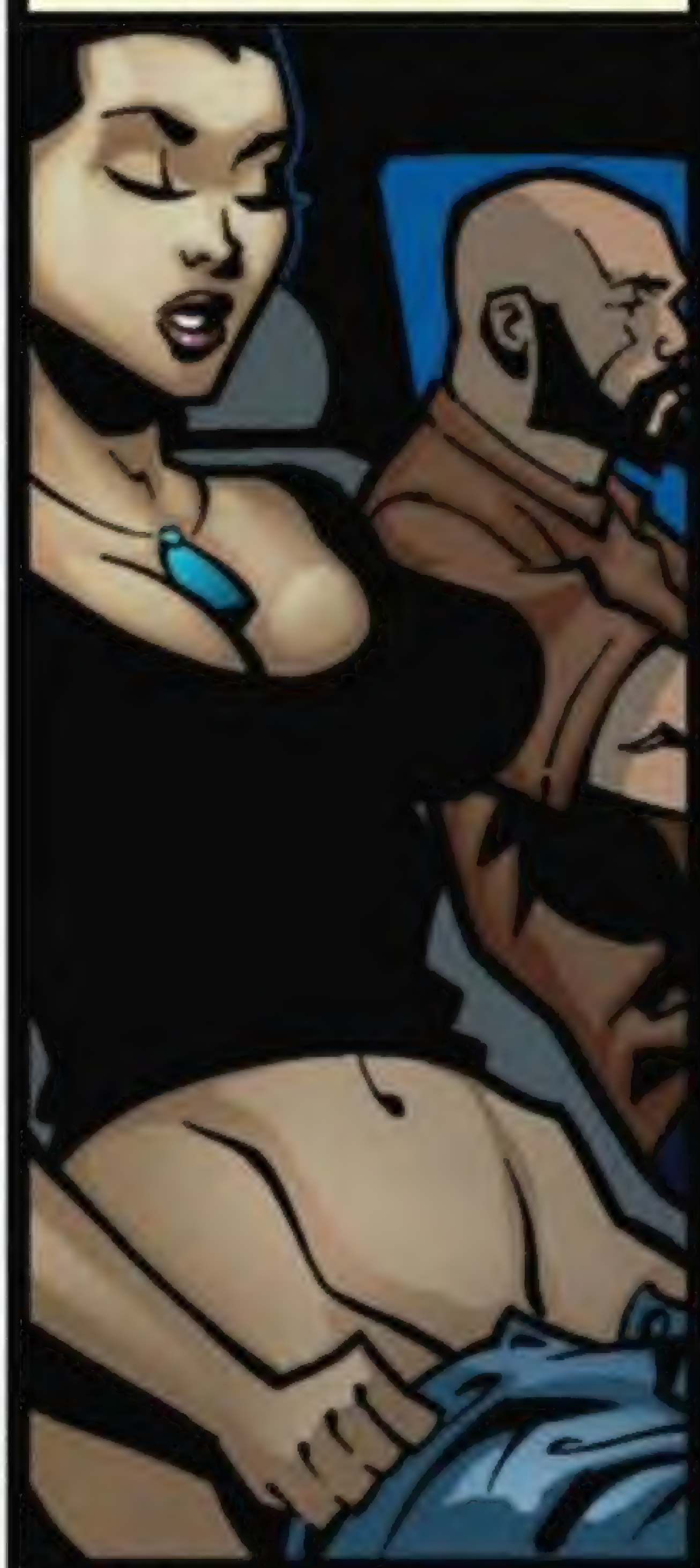
PENCILS BY JASON JOHNSON
INKS BY EDWIN ROSELL
COLORS BY JAMES ROCHELLE



ONE NIGHT AFTER DINNER, WE DECIDED TO TAKE A LITTLE DRIVE INSTEAD OF GOING RIGHT HOME.



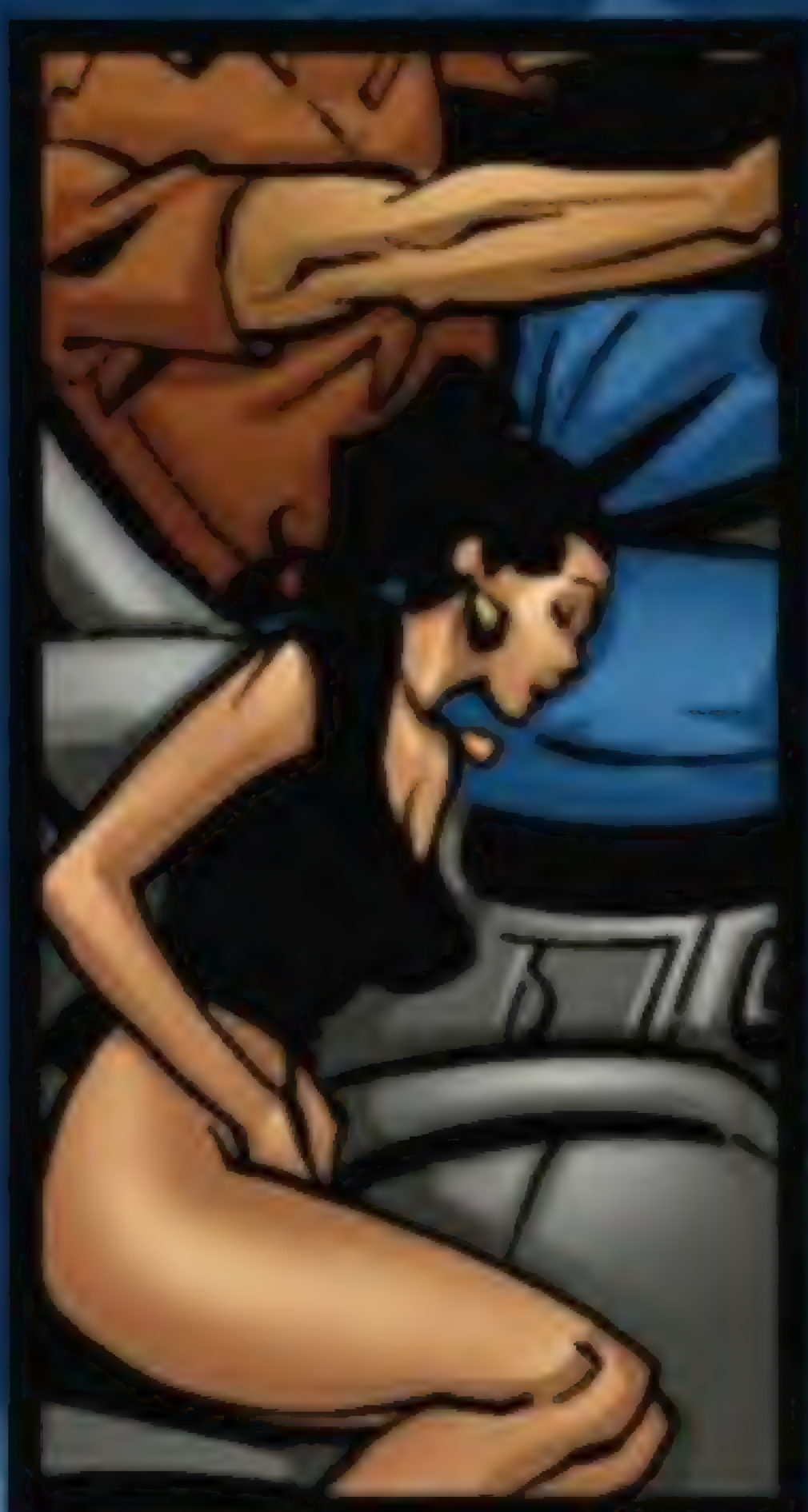
AFTER A SHORT TIME, MY TIGHT JEANS STARTED BOTHERING ME, SO I TOOK THEM OFF.



I PUT MY HEAD IN JOHN'S LAP, AND CONTINUED TO MASTURBATE.



THE LONGER WE DROVE, THE HORNIER I GOT.



I WAS REALLY GOING AT IT WHEN WE DROVE UP BESIDE A TRUCK. JUST THE THOUGHT OF ANOTHER MAN SEEING ME PLAY WITH MYSELF WAS ALMOST ENOUGH TO MAKE ME COME. I CONTINUED TO STROKE MY CLIT, AND MY PUSSY WAS SWOLLEN AND READY TO BE FUCKED. JOHN TURNED ON THE INTERIOR LIGHTS AND PULLED MY SHIRT UP SO THE TRUCK DRIVER COULD GET A GOOD LOOK.







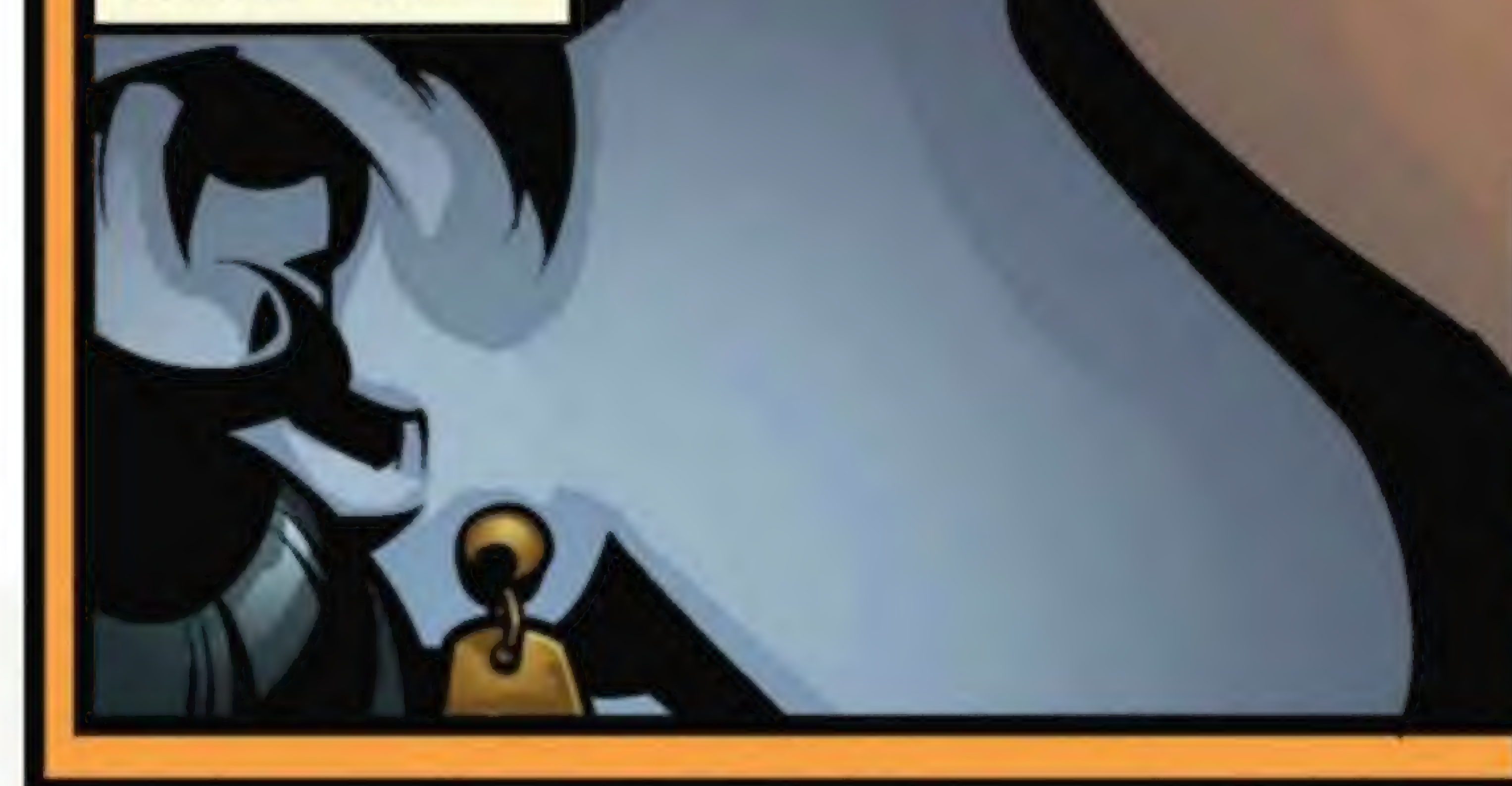
WE WERE BOTH SO EXCITED THAT WE PULLED OVER ON THE EXIT RAMP AND GOT OUT OF THE CAR, WITH ME STILL NAKED FROM THE WAIST DOWN. JOHN LAY ME ACROSS THE HOOD OF THE CAR AND FUCKED THE HELL OUT OF ME.



AFTER I CAME AGAIN, JOHN SAT ME DOWN ON THE CAR SEAT, WITH THE DOOR WIDE-OPEN. THEN HE BROUGHT HIS BIG, HARD DICK UP TO MY MOUTH. I SUCKED AND LICKED THAT POLE LIKE NEVER BEFORE. THE NEXT THING I KNEW, HIS HOT COME WAS SHOOTING DOWN MY THROAT.



NEXT TIME I'LL LET JOHN PULL OVER AT A REST AREA AND LET THE TRUCK DRIVER FOLLOW US. THEN I CAN REALIZE MY FANTASY OF FUCKING TWO MEN AT ONCE.



THE END



video vixen

Twenty-one-year-old Gracie Glam loves the Southern hospitality of her hometown of Raleigh, North Carolina, but the 34-26-36 belle happily moved to Los Angeles to pursue a career in adult entertainment. Now that she's making her mark on the industry—and appearing in the *Penthouse* video *10 Things I Hate About Love*—she's put her design degree on hold so she can devote herself to our pleasure. What better thanks can we offer than a celebration of her beauty?

Photographs by Preston Geoffrey Parker







"I daydream about joining the Mile-High Club, but my favorite fantasy is getting stranded on a desert island with my partner, a variety of fruit, and plenty of whipped cream."





“The best sexual experience I ever had was during a massage. He just slipped it in, and it felt sooo good! The combo of being relaxed and horny was incredible.”






“The sex scene in *Black Swan*
when Natalie Portman and
Mila Kunis get it on is so hot!
I love girl-girl action.”





A woman with long brown hair and purple eye makeup is lying on her back on a light-colored wooden floor. She is wearing a silver chain necklace and has her hands resting on her hips. Her eyes are closed, and she has a slight smile. The background is a blurred interior space with wooden paneling and a window with brown curtains.

“If I could pick any celebrity to have sex with, I would choose David Beckham. I’d love to have him all to myself for a night!”

SEE MORE OF GRACIE AT [PENTHOUSE.COM](https://www.penthouse.com).



ASS BANDITS

All seven rumps in this scorcher of a production are poked, roasted, and delicious—just the way they should be.

Director Guy Capo serves up his erotic vision of what cooking shows should be: chock-full of hot anal sex.

Starting off, host **Amai Liu**—a petite Asian—has **Justin Magnum** show the audience how to roast her rump in the kitchen (2). Justin takes Amai's pussy and ass in several positions, most of which utilize a black bar stool. The festivities close out with a pop shot on Amai's backside.

When brunette host **Kimberly Kane** and **Danny Mountain** get together on a backyard set with a grill, the theme is hot dogs and—of course—buns (3). Highlights include Kimberly taking it vaginally in a standing rear-entry position over a

bench and anally cowgirl-style on the ground. Danny drops the money shot on her bush and splayed-open pussy.

European brunette Eva Karera strips for and engages in foodplay with Michael Vegas in a kitchen. Then hot vaginal and anal action abounds, and the use of whipped cream during the tit-banging and blowjob is not to be missed. Capping it all off is a come shot to Eva's breasts.

Then **Victoria White**, a blonde American, and **Lou Charmelle**, a brunette French hottie, are the cohosts (4). The ladies cook—in more ways than one—as they use fingers, tongues, and a vibrator (anally, of course) on each other. Steamy side-

by-side anal masturbation is the icing on the cake that finishes off this scene.

Brunette host **Bobbi Starr** gets it on with **Chris Johnson**—again in a kitchen (1). Chris demonstrates his technique for tenderizing Bobbi's rear as the pair engages in a torrid vaginal and anal romp that ends with a come shot on Bobbi's freshly poked asshole.

Finally, brunette **Dana DeArmond** and **Rocco Reed** demonstrate how much one can get done in the time that's saved by cooking with a microwave (5). The blowjob work is seductive, and the on/over-the-counter vaginal and anal sex is top-notch. A money shot to Dana's face and chest closes out this excellent affair.



10 THINGS I HATE ABOUT LOVE

Pet of the Year Nikki Benz plays a flower-shop owner who has it all figured out: Love is for fools, and casual sex is where it's at.

This light-hearted romantic comedy from Rocco Reed kicks off with a torrid one-night stand with **Nikki Benz** and **Mick Blue** (4). Everything here is hot, from the steamy handjob and blowjob the busty blonde delivers to the cowgirl riding that you won't be able to take your eyes off of. The finish is scorching, with the lucky Mick shooting his load on Nikki's mountainous mounds.

Moving into the second scene, the heat continues to rise. **Christian XXX** has set up a bed-of-roses motif for his

"wife," **Kristina Rose** (5). Before long, Kristina's miniskirt is out of the way and the couple is going at it. Various positions are effectively employed before the money shot on Kristina's face and chest.

July 2011 Pet of the Month **Kiara Diane**—a slender blonde in a silky, golden-brown evening dress—and **Bill Bailey** have a charged romp that incorporates a number of sexy positions (2). A come shot to Kiara's tummy and thigh caps things off in a satisfying fashion.

Allie Haze and her lover, **Dana DeArmond**—two ultracutie brunettes—have their Valentine's celebration

in their white-themed bedroom (1). After some steamy foreplay, the pair gets all hot and bothered with fingers, tongues, and sex toys. Don't miss the large steel dildo that Allie penetrates Dana with—yikes!

For the finale, **Rocco**—playing Nikki's truest friend—gets his Valentine's present in the form of cute brunette **Gracie Glam** (3). Their after-hours romp in the flower shop features some really steamy cowgirl and reverse-cowgirl riding, then ends with a sexy load on Gracie's ass.



PENTHOUSE'S GUIDE TO SEX POSITIONS

Sunny Leone takes viewers on a hedonistic journey through six sex-soaked vignettes—each with its own theme—in this erotic production from director Dana Dane.

Of course Sunny Leone, the sultry siren who was our 2003 Pet of the Year, isn't content to simply introduce the material here. She has her own needs. Indeed, as the scenes proceed, there are frequent—and steamy—cuts to Sunny masturbating, and the film closes with her orgasm.

To kick off the vignettes, rocker **Celeste Star** takes on a groupie, **Melissa Jacobs**, backstage (4). Melissa gets more than an autograph when Celeste brings out the strap-on.

Then auto mechanic **Ella Milano**,

our March 2011 Pet of the Month, “makes” her lucky customer (**Michael Vegas**) satisfy her in order to expedite his repairs (5). He succeeds admirably, pleasuring her in a number of positions before depositing a load on her chest.

September 2010 Pet **Isis Taylor** and October 2007 Pet **Lux Cassidy** test their mettle by pleasuring each other with a purple dildo in a “sex match” set in a boxing ring (3). Spoiler alert: They go at it like Sapphic dynamos before Lux is declared the victor.

Ariel X and 2010 Pet of the Year Runner-Up **Veronica Ricci**—a statuesque, busty beauty—put a blow-

up pool and a bottle of oil to good use while satiating each other's needs (1).

Daisy Layne and Dick Chibbles demonstrate humanity's more animalistic side on a brick bench behind a fire pit and a pool. As Dick takes Daisy it begins to rain, and an almost serene atmosphere develops. In closing, he finishes on her backside.

The final scene involves **Lexi Swallow** and May 2011 Pet **Tasha Reign** in some hot action prior to a sperm-bank heist (2). Sixty-nine is clearly the winning combination here.



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■ SHARING IS CARING

My best friend Anna has always had a thing for my boyfriend, Eli, but she's a good friend and has never tried to make a move on my guy. She could have, of course—Eli and I have an open relationship—but she never did. If she had, my boyfriend definitely would have gone for it. Anna's a hot redhead with perky breasts and a nice round ass, and he's mentioned several times that he finds her insanely attractive.

For Eli's birthday a few months ago, I decided to finally give him and Anna what they both wanted: I invited her to join my boyfriend and me in a threesome. Anna jumped at the opportunity to fuck Eli—and me. She and I had hooked up a few times in college, back when we were “experimenting,” and while we'd never gone all the way, I think we both knew how good it would be if we did.

I invited Anna over on Saturday night and told Eli to get ready for a sexy surprise. My boyfriend was waiting for me in the bedroom, lying on the bed in his boxers, when Anna arrived. She knew what was going on, but he didn't, and when she and I walked into the bedroom dressed in matching bras and panties, his eyes nearly popped out of his head.

“Happy birthday, honey!” I said. “I asked Anna to help me pick out a gift for you, but since we couldn't find anything at the mall, we decided to give you something extra special.”

Anna and I kissed deeply, giving Eli a preview of what was to come, and then I went over and kissed my boyfriend. Our lip-lock lasted only a moment, and then I let Anna take my place. She climbed on the bed and moved over him, then kissed him for a long time as his hands roamed over her smooth skin.

I let them fool around for a bit, then I joined in. I sat down on the edge of the bed and turned toward them, reaching out to unhook Anna's bra. It fell right off, freeing her breasts. Eli went straight for her tits once he realized her bra was off, squeezing and fondling them while I moved down her body. I massaged her ass, kneading her cheeks while my boyfriend kept at her tits, and then I tugged on her lacy thong, trying to get that off, too.

I pulled at her thong until she shifted off Eli and wiggled out of it. Her pussy lips were thick and juicy, just like her ass, and I stroked them for a moment, teasing her. While my boyfriend continued fondling



her breasts, I slipped a finger into her pussy and stroked her, wiggling it against her G spot until her walls closed in on my finger.

I pulled my finger out of her and sucked the juices from my hand. I was ready for things to get going, and I pulled Eli from her tits long enough to maneuver Anna into his lap, her wet cunt over his hard cock. Anna had no trouble guiding my boyfriend's cock into her pussy, and she sank down onto his hard shaft a moment later.

They started fucking slowly while I watched, and then I moved behind Anna and straddled one of Eli's legs. I sat flush against my friend's back, my mound rubbing against her ass, and reached around to grab her breasts and rub her clit. By the time Eli picked up the pace of his fucking, my pussy was wet with pleasure, even though I wasn't the one being fucked, and I ground against Anna, rubbing my mound harder against her ass.

As I got more aroused, I played with Anna more, one hand on her clit as she fucked my boyfriend, my fingers

occasionally brushing against his dick, and my other hand fondling her breasts, squeezing and pulling her incredibly sensitive nipples.

When Anna came, the intensity of her orgasm was impressive. She thrashed wildly, bucking hard against Eli and nearly knocking me off the bed in the process.

Eli came while Anna was still in the throes of her orgasm, and he thrust up against her—and me—as hard as he could. The added movement created all kinds of new sensations, and even though I still hadn't been touched or fucked, I felt myself getting close to a climax of my own.

I pulled my hand away from Anna's pussy and squeezed it between our bodies to get at my own clit. As Anna and Eli fucked each other through the aftershocks of their orgasms, I strummed my clit in an attempt to get myself off as fast as possible.

It didn't take long for me to climax, after watching the arousing spectacle of Eli and Anna both coming, and in another couple of minutes I joined them in ecstasy, bucking against them just as their movements slowed. It was an intense experience, and I don't think I've ever come so hard from manual stimulation—before or since. I couldn't wait to find out how great it would feel once they started fucking *me*. But that's another story... —S.K., Washington

Eli came while Anna was still in the throes of her orgasm, and he thrust up against her as hard as he could.

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■ DELI DELIGHT

I was working at the deli late Saturday night, so my girlfriend went out with her friends. She showed up at my work around 11:45, but I had to keep the place open till midnight. There weren't any customers when she got there, and the other clerk, Steve, was stocking the shelves, so Kim dragged me into the back room.

Kim pushed me into my boss's recliner and sat on my lap. I figured she was in the mood for a make-out session, but instead she started whispering in my ear. She told me she went to see a romantic comedy with two of her friends, and the guy in the film really turned her on. She said her panties were soaked, and she wished she'd been watching at home so she could have paused the movie to get herself off. In the few months that we'd been together, I thought I'd come to know her horny moods well, but she'd never talked to me about masturbating before. It was arousing, to say the least, and my dick was tenting my pants.

She paused, and I figured she wanted me to respond in some way, so I turned my head to kiss her. She stopped me, holding down my hands,

and said, "Talk to me, Kevin. Tell me what you're thinking."

This was really new. We'd thrown around a little sex talk in bed, but more like, "Damn, that feels good." I wasn't sure what to say to a girl about sex, but I was pretty sure the phrases my buddies threw around would be too much. I tried to ease into the uncharted waters: "My dick is hard from listening to you talk about touching yourself."

She giggled, then said, "I know. I can feel it getting bigger against my ass. If Steve weren't out front, I'd unzip your pants, pull out your cock, and slide it into my mouth. I'd stand up and bend over the arm of the chair to suck your dick deep into my throat. Tell me what you'd do with your hands while I fucked you with my mouth."

Now my cock was diamond-hard. She was still holding down my arms,

After she came on my fingers, she impaled herself on my dick. While she rode me hard, I fingered her asshole.

and that made this whole scene even hotter. "I would slide my hand up the inside of your leg, till I got to your soaked panties. I'd pull them aside and rub my fingers along your, uh—"

"Come on, Kev, say the words. You'd rub my slit, finger my pussy, finger-fuck my cunt."

"All of the above, baby. I'd fuck you hard with two fingers, matching the rhythm you set on my cock." Kim started dry-humping me, grinding herself seductively in circles against my crotch. This dirty talk was really getting her hot! It was time to step it up. "I'd rub your clit with my thumb till you moaned around my dick. Then I'd bring my other hand down between your legs, lube up that thumb with the juices running out of your cunt, and ease it into your asshole."

Kim let out a loud moan and tried to muffle it against my chest, then said, "I'll bet Steve thinks you're fucking me right now."

"No way. He'd be trying to watch if he did."

Kim looked me in the eye and said, "Ooh, that's so hot. If I were in front of you right now, with your hands fucking my pussy and ass, he'd have a great view from behind the counter. Thinking about that really turns me on! I'll bet his dick would be hard as a rock in a second."

"Kim, he's a nerdy little virgin who works on Saturday nights because he can't get a date. He'd come in his pants in a second."

"Maybe next week. Right now, you need to send him home so we can stop talking and start fucking."

I looked at the clock and realized it was time to send the kid home. Kim got off my lap and I stood up, working my hard-on into a slightly more comfortable position in my pants. I went out front, but stayed behind the counter so Steve wouldn't see it, then told him to go home. After he went into the back to get his stuff and left, I locked up and went back to Kim.

I was surprised to find her sprawled on the recliner with her skirt flipped up so high that I could see the wet spot on her panties. She laughed at the look on my face and said, "You think you're surprised. You should have seen Steve's face when he walked in. I'll bet he's out in his car right now, jerking off!"

I stood there like an idiot while she laughed, then she got up, walked up to me, and ran her hands up and down my dick. "Let's see what you've got in here for me."



I couldn't decide if what I was feeling was anger, but my cock was hard as a rock and responding to Kim's touch enthusiastically. "Did you really just let Steve see up your skirt?"

"I did, Kevin, and he turned bright red and ran out of here as fast as he could. I think I might have embarrassed him, but I know I turned him on." She laughed again, then said, "Come on, Kevin. I made his night. And now *you* get to fuck my naughty little pussy. I'm even wetter now." She grabbed my hand and proved it.

I took off my pants and boxers before I reached under Kim's skirt and pulled down her panties. Then, after she kicked them off, I picked her up and sat back down in the recliner with her straddling my lap. Her cunt was dripping, so I quickly worked my hands into her just like I'd described.

After she came on my fingers twice, she got up, turned around,

and impaled herself on my dick. While she rode me hard, I fingered her asshole.

After I shot off in her pussy, I told her that the penalty for showing Kevin her cunt was taking my cock in her backdoor, something I'd never done. She sighed theatrically and said, "Whatever you want, baby. Let's go to my place. I've got plenty of lube and condoms."

As we got dressed, she looked at me with a grin and said, "But that's not really an incentive to get me to never do it again."—K.S., *New Jersey*

As I fantasized about the detective and the femme fatale fucking, I thrust the vibrator right up against my clit.

■ SHE-BOP

I always carry a small, lipstick-shaped vibrator in my purse when I travel. I get horny at the most inopportune moments, and I hate not having a toy handy to help me get off quickly, so I keep one with me at all times, if I can.

I was supposed to meet a friend for lunch the other day, but she had to cancel at the last minute. I was already on my way to the restaurant by the time she texted to say she couldn't make it, so I decided to have lunch by myself. I had a book with me—something else I never travel without—so I'd have something to read while I enjoyed some "me time."

The restaurant had a great patio setup, and I chose a table out back so I could enjoy the sunshine. I ordered wine, an appetizer, and my meal, and then I started to read. It was a mystery novel, but there were some pretty hot sex scenes throughout between the detective and the prime suspect, and I found myself squeezing my thighs together to stop the throbbing in my pussy.

The waiter brought my wine as the scene got hotter. The detective had the woman up against a wall behind the precinct, and he was fucking her good and hard while he twisted her nipples and sucked her neck. No matter how hard I pressed my legs together, I couldn't stop my cunt from throbbing with desire.

I wondered if anyone could tell that I was aroused and feeling horny as hell, and I looked around the patio to see if anyone was paying attention to me. They weren't, so I went back to my book, relieved. The more I read, though, the hotter I got, until I wanted to put my hand under the table and rub my pussy. I didn't want to jack off right there in the middle of the restaurant, obviously, but I also didn't think I could wait until I got home to get myself off. Then I remembered the vibrator in my purse.

I put the book on the table so the waiter would know I hadn't left, grabbed my purse, and went inside to find the bathroom. I peeked under the stall doors to make sure I was really alone, then locked myself in the stall farthest from the door and the sinks. I hung my purse on the hook, pulled out my vibrator, and hiked up my skirt. I pushed my damp panty crotch aside, turned on the vibrator, and pushed it between my legs.

As I fantasized about the detective and the femme fatale fucking against the brick building, I thrust the small

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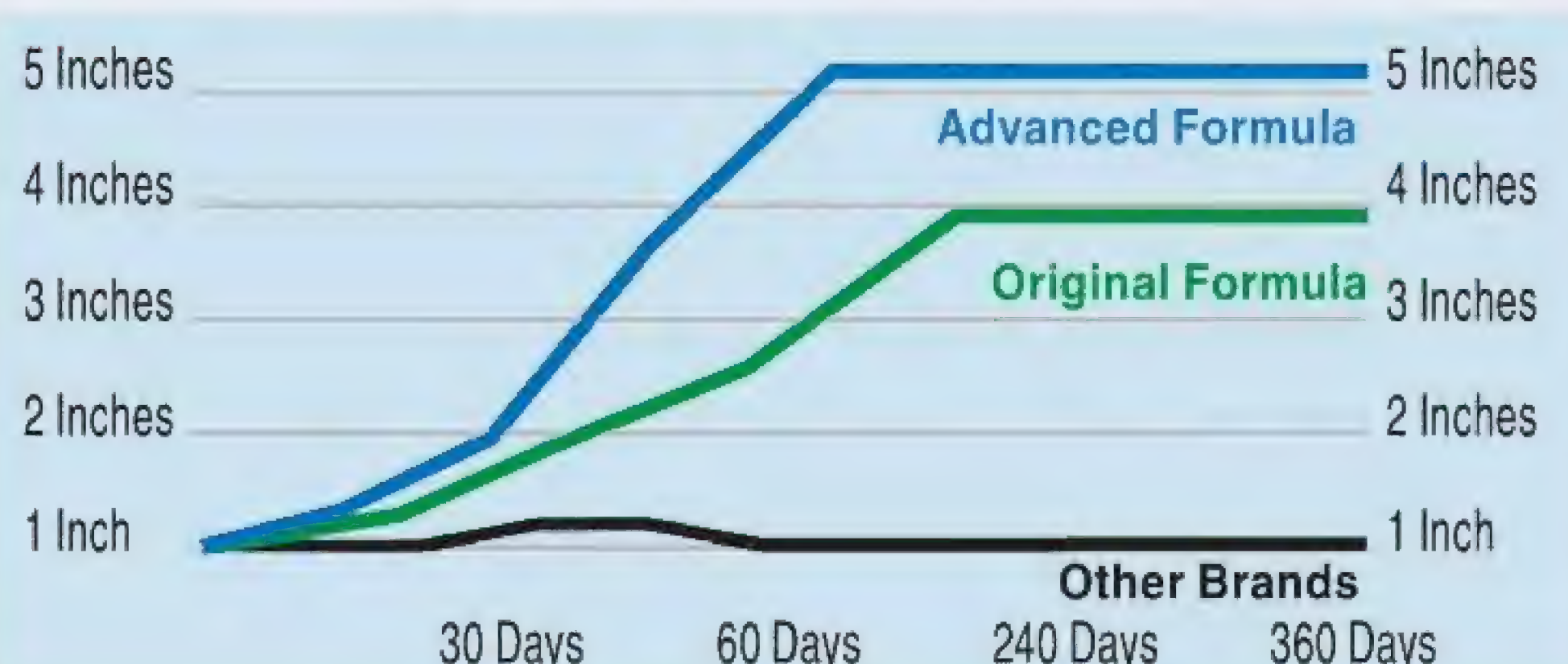
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vibrator right up against my clit and let it buzz. My already dewy pussy went from damp to dripping in seconds. I imagined that I was up against the wall being fucked by the swarthy detective, and I pressed the toy harder against my clit and turned up the vibrations.

I didn't want to risk drawing attention to the bathroom by being too loud, so I bit my lip and kept as quiet as I could. I turned the vibrator up one more notch, until it was at its highest speed, and let it buzz against my throbbing clit.

The detective in my fantasy was twisting my nipples and kissing me hard, and as I imagined that, I felt myself go over the edge. I bit my lip even harder as I came, wanting to keep myself from crying out, but several mewls of pleasure escaped.

I waited a few minutes to catch my breath, then straightened up, washed my hands, splashed some cool water on my face, and headed back out to the patio to enjoy my lunch.

When my girlfriend called later that night to apologize again for standing me up, I told her it was no problem. "It was nice to have some 'me time,' if you know what I mean."—*S.P., California*

■ POP GOES MY CHERRY!

I know they say first-time sex is never good, but I have to disagree. My first time was amazing!

Jeff and I had been dating only a few weeks, much less time than I'd spent with my previous boyfriend—we were together for two years—but the idea of having sex with Jeff just felt right. I'd been waiting for the right guy to lose my virginity to, and the idea of being with Jeff made me feel great.

I'd told him about my choice to wait when we first met, not wanting him to think he was going to get in my pants when he really didn't stand a chance, and he'd understood, so when I told him I'd changed my mind and was ready, he was surprised. He asked several times if I was sure, and after assuring him that I was, he finally accepted that I was telling the truth and that I wanted to have sex.

We started out slow, like usual, kissing each other and letting our hands explore each other's body. Jeff has some serious six-pack abs, and I love running my fingers over his stomach, feeling the muscles contract as I touch him. While I enjoyed the feel of him under my fingers, Jeff was gently kneading my ass and slowly

working his way up to my breasts. When he reached my waist, he slid his hands under my shirt and inched them up my ribs toward my chest. My whole body shivered as Jeff's hands traveled upward, and I couldn't stop the rush of excitement that came over me from head to toe.

Jeff moved back to undress me, pulling my shirt over my head and then reaching around to unzip my skirt. I stepped out of the ring of my skirt and my panties, then unbuttoned his shirt and ran my hands up and down his chest again. Then I undid his jeans and reached in to feel his hard length through his boxers. I'd touched his dick before, and given him a couple of blowjobs, but something about having him in my hand this time felt different.

I stroked him a few times, and then pulled his boxers and pants down to

his feet. He kicked off his shoes and stepped out of his clothes, then moved closer to me. We were both naked now, and his muscular body felt good as it pressed against mine. I felt his hardness brush my stomach as he wrapped his arms around me, and I couldn't wait to feel it penetrate me.

Jeff and I kissed for a while longer as our hands wandered over each other's nude body, and then we moved toward the bed. I lay down on my back, and Jeff climbed in next to me. He kissed me again, and then moved a hand between my thighs to finger me. He started at my slit, running his hand up and down, teasing me with his touch. It turned me on, and when his fingers moved to my hard button, I felt my whole body shudder with pleasure and anticipation.

His fingers softly stroked my little nub until I was on the verge of a major climax, and then he moved back to my slit, this time penetrating me with one of his fingers. He slipped in a second, and then a third. That was the most I'd ever had in me, and I felt pretty full. But he didn't stop there. He pushed a fourth finger into me, stretching me wide and making me moan. He

It took me a few seconds to get used to him sliding in and out of my pussy, but I couldn't believe how good it felt!



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thrust his fingers in and out, stroking my G spot as he did, and soon I was so hot that I climaxed. It was the most intense orgasm I'd ever experienced!

I was still shaking from that incredible climax when Jeff rolled on a condom and got on top of me. He supported himself with one arm while he guided his hardness into my slit with his other hand. I felt the tip poke into me, and when he started to push inside, it was a delightfully strange sensation. I'd used a dildo before, but nothing so big, and he was stretching me more than I'd ever been stretched. It didn't hurt, though. It just felt good.

Jeff kissed me as he pushed all the way inside me, and I moaned into his mouth as his length filled me. It felt so much better than any toy ever had, and I moaned and pulled him closer. He stilled for a moment on top of me, giving me a chance to get used to being filled, and then he slowly started to thrust. It took me a few seconds to get used to the feeling of him sliding in and out of my pussy, but it just got better and better. I couldn't believe how good it felt!

He began to pump in and out a little bit faster, and then even faster and harder, until his hips were moving rhythmically against mine. Now it felt incredible, and I realized that I was thrusting my hips up against his, attempting to meet each of his

strokes with a move of my own. It made the sensations somehow stronger, and I felt myself building to a climax. I really hadn't expected that to happen my first time, but oh, my God!

Soon Jeff started grunting, and from the look on his face I could tell he was getting close to his climax. I really hoped he'd be able to hold out until I could come again.

I thrust deliberately against him, wanting to make myself come, and once I set my mind to it, it didn't take long. My entire body shuddered, and I felt my insides tingling as I came. I cried out in delight as my orgasm swept over me, and then I felt Jeff's body tighten as he came, too. We'd never come together before. It's not easy to do when you're trying to jerk each other off or give each other head. But nothing I'd experienced had ever felt so wonderful.

Afterward, after Jeff had gone to the bathroom to get rid of the condom, we snuggled together and fell asleep. It was truly a beautiful experience.—E.J., California

He started at my slit, teasing me with his touch. When he moved to my hard button, my whole body shuddered.



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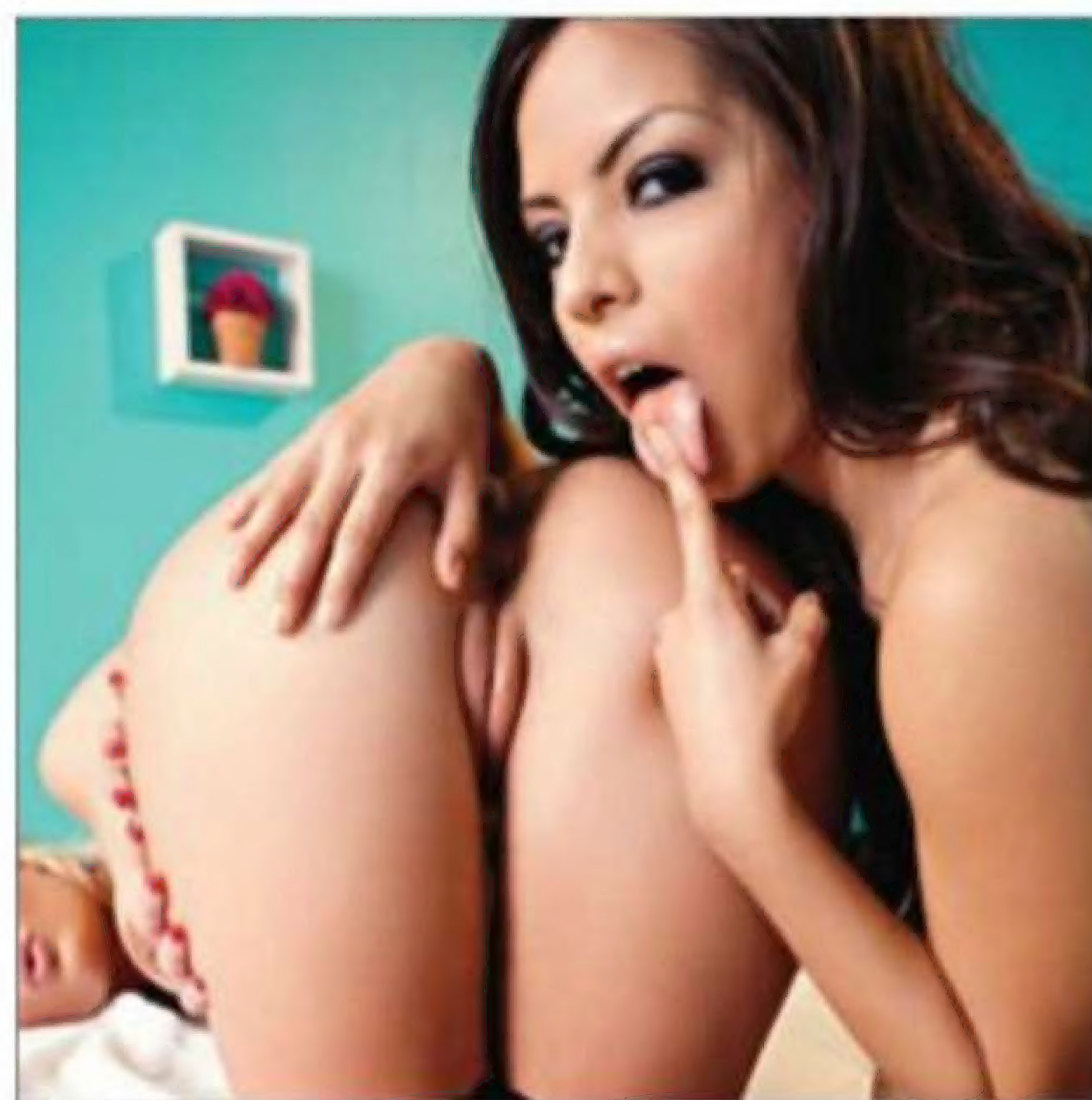
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